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## Wan Kei Group Holdings Limited

宏基集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1718)

### (1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 AUGUST 2024; (2) RETIREMENT OF CHAIRMAN OF THE BOARD AND DIRECTORS; AND (3) CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were duly passed at the AGM held on 19 August 2024.

Reference is made to the notice of annual general meeting (the “AGM”) dated 18 July 2024 (the “AGM Notice”) and the circular dated 18 July 2024 (the “Circular”) of Wan Kei Group Holdings Limited (the “Company”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

#### POLL RESULTS OF THE AGM

The Board announces that, at the AGM by way of virtual meeting on Monday, 19 August 2024 at 2:30 p.m., voting by poll was adopted for all of the resolutions as set out in the AGM Notice (the “Resolutions”).

The Board is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company (the “Shareholders”) by way of poll at the AGM. The poll results for the Resolutions are as follows:

Ordinary Resolutions		Number of Votes (%)		Total Votes
		For	Against	
1.	To receive and consider the audited consolidated financial statements and reports of the directors and auditors of the Company and its subsidiaries for the year ended 31 March 2024	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)

Ordinary Resolutions		Number of Votes (%)		Total Votes
		For	Against	
2.	To re-appoint Ascenda Cachet CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
3.	To re-elect Mr. Bai Huawei as an executive director of the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
4.	To re-elect Mr. Wang Yu as an executive director of the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
5.	To re-elect Mr. Lui Kwok Wai as a non-executive director of the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
6.	To re-elect Mr. Jiang Senlin as an independent non-executive director of the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
7.	To re-elect Mr. Zhang Yi as an independent non-executive director of the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
8.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
9.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company (“Shares”) not exceeding 20% of the number of issued Shares as at the date of passing this resolution	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
10.	To grant a general mandate to the directors of the Company to repurchase Shares not exceeding 10% of the number of issued Shares as at the date of passing this resolution	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)
11.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional Shares in the share capital of the Company by an amount not exceeding the amount of the Shares repurchased by the Company	11,611,000 (100.00%)	0 (0.00%)	11,611,000 (100.00%)

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

As more than 50% of the votes were cast in favor of each of the Resolutions above, all the Resolutions above were duly passed as ordinary resolutions of the Company.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the AGM.

*Notes:*

- (a) The total number of issued Shares at the date of the AGM: 115,200,000 Shares of HK\$0.1 each. No Shareholder was required to abstain from voting on the Resolutions at the AGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules: Nil.
- (c) The total number of Shares entitling the holders to attend and to vote for or against the Resolutions at the AGM: 115,200,000 Shares.
- (d) Except for Mr. Lui Kwok Wai, all directors of the Company (“**Directors**”) attended the AGM by electronic means. Mr. Lui Kwok Wai was unable to attend due to his other personal engagements.
- (e) The total number of Shares actually voted but excluded from calculating the poll results of the Resolution: Nil.
- (f) No Shareholder has stated his/her/its intention in the Circular to vote against the Resolution or to abstain from voting at the AGM.

## **RETIREMENT OF CHAIRMAN OF THE BOARD AND DIRECTORS**

As disclosed in the Circular, each of the retiring directors, namely Mr. Yan Shuai (“**Mr. Yan**”) and Mr. Zhang Zhenyi (“**Mr. Zhang**”), indicated that he would not offer himself for re-election at the AGM as he would like to devote more time to other personal commitments.

Accordingly, with effect from the conclusion of the AGM, Mr. Yan retired as an executive Director, the chairman of the Board and a member of each of the remuneration committee (the “**Remuneration Committee**”) and nomination committee (the “**Nomination Committee**”) of the Company and Mr. Zhang retired as a non-executive Director.

Following Mr. Yan’s resignation, he will remain at other positions of certain subsidiaries of the Company.

Each of Mr. Yan and Mr. Zhang has confirmed that there is no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board wishes to take this opportunity to express its gratitude to Mr. Yan and Mr. Zhang for their valuable contribution to the Company during their tenure of office.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

With effect from the conclusion of the AGM, Mr. Bai Huawei (“**Mr. Bai**”), an executive Director, is appointed as a member of each of the Remuneration Committee and Nomination Committee. Accordingly, each of the Remuneration Committee and Nomination Committee comprises three members in compliance with its terms of reference. Mr. Bai has over 20 years of experience in securities trading, enterprise listing, investment, financing and fund management and also has extensive professional experience in the energy field during his past cooperation with central state-owned enterprises in China.

The Board would like to take this opportunity to extend a warm welcome to Mr. Bai on his new positions.

By order of the Board  
**WAN KEI GROUP HOLDINGS LIMITED**  
**Bai Huawei**  
*Executive Director*

Hong Kong, 19 August 2024

*As at the date of this announcement, the executive Directors are Mr. Bai Huawei and Mr. Wang Yu; the non-executive Directors are Mr. Chui Kwong Kau and Mr. Lui Kwok Wai; and the independent non-executive Directors are Mr. Eric Todd, Mr. Jiang Senlin and Mr. Zhang Yi.*