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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 223)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 SEPTEMBER 2024;
(2) RETIREMENT OF DIRECTORS; AND
(3) APPOINTMENT OF DIRECTORS**

(1) POLL RESULTS OF THE AGM

The Board announces that, save and except for the resolutions numbered 2(c), 2(d), 2(e) and 4 regarding the re-election of Mr. HK Wong and Mr. Cheng as independent non-executive Directors, the authorisation to the Board to fix the Directors' remuneration and the adoption of the amended and restated memorandum of association and second amended and restated articles of association of the Company, all other resolutions set out in the AGM Notice were duly passed by way of poll at the AGM held on Monday, 30 September 2024.

(2) RETIREMENT OF DIRECTORS

The Board further announces that Mr. HK Wong and Mr. Cheng retired as independent non-executive Directors since the resolutions numbered 2(c) and 2(d) regarding their re-election were not passed at the AGM.

Following their retirement, (i) Mr. HK Wong also ceased to act as a member of each of the Audit Committee and the Nomination Committee; and (ii) Mr. Cheng also ceased to act as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

(3) APPOINTMENT OF DIRECTORS

The Board further announces that Mr. TF Wong and Mr. Moy were appointed as independent non-executive Directors with effect from the conclusion of the AGM.

Following their appointment, (i) Mr. TF Wong also acts as a member of each of the Audit Committee and the Nomination Committee; and (ii) Mr. Moy also acts as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

References are made to the notice of annual general meeting (the “AGM”) dated 6 September 2024 (the “AGM Notice”) of Elife Holdings Limited (the “Company”) and the Company’s circular dated 6 September 2024 (the “Circular”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

(1) POLL RESULTS OF THE AGM

The AGM was held at Unit 806, Level 8, Core D, Cyberport 3, 100 Cyberport Road, Hong Kong on Monday, 30 September 2024 at 11:00 a.m. The Board announces that, save and except for the resolutions numbered 2(c), 2(d), 2(e) and 4 regarding the re-election of Mr. Wong Hoi Kuen (“Mr. HK Wong”) and Mr. Cheng Wing Keung Raymond (“Mr. Cheng”) as independent non-executive Directors, the authorisation to the Board to fix the Directors’ remuneration and the adoption of the amended and restated memorandum of association and second amended and restated articles of association of the Company, all other resolutions set out in the AGM Notice were duly passed by way of poll at the AGM.

The Company’s branch share registrar of the Company in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the resolutions at the AGM were as follows:

Ordinary Resolutions (Note 1)		No. of Shares voted (approximate percentage of total number of votes casted)		Total votes
		For	Against	
1.	To consider and approve the audited consolidated financial statements and the reports of the Directors and the auditor for the financial year ended 31 March 2024.	843,114,924 (100%)	0 (0%)	843,114,924

Ordinary Resolutions (Note 1)		No. of Shares voted (approximate percentage of total number of votes casted)		Total votes casted
		For	Against	
2.	(a) To re-elect Mr. Zhao Zhenzhong as an executive Director.	515,358,524 (61.13%)	327,756,400 (38.87%)	843,114,924
	(b) To re-elect Mr. Guo Wei as an executive Director.	515,358,524 (61.13%)	327,756,400 (38.87%)	843,114,924
	(c) To re-elect Mr. Wong Hoi Kuen as an independent non-executive Director.	327,756,718 (38.87%)	515,358,206 (61.13%)	843,114,924
	(d) To re-elect Mr. Cheng Wing Keung, Raymond as an independent non-executive Director.	327,756,718 (38.87%)	515,358,206 (61.13%)	843,114,924
	(e) To authorise the Board to fix the Directors' remuneration.	351,456,718 (41.69%)	491,658,206 (58.31%)	843,114,924
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the Company's auditor and authorise the Board to fix their remuneration for the year ending 31 March 2025.	808,403,418 (95.88%)	34,711,506 (4.12%)	843,114,924
Special Resolution (Note 1)		No. of Shares voted (approximate percentage of total number of votes casted)		Total votes casted
		For	Against	
4.	To approve and confirm the adoption of the amended and restated memorandum of association and second amended and restated articles of association of the Company and to authorise any one Director to execute all such documents and do all such other acts and things to effect the same.	351,456,718 (41.69%)	491,658,206 (58.31%)	843,114,924

Notes:

1. The full text of the resolutions is set out in the AGM Notice.
2. The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.

As more than 50% of the votes were cast in favour of the resolutions numbered 1 to 3 above, save and except for the resolutions numbered 2(c), 2(d) and 2(e) regarding the re-election of Mr. HK Wong and Mr. Cheng as independent non-executive Directors and the authorisation to the Board to fix the Directors' remuneration, those resolutions were duly passed as ordinary resolutions of the Company by way of poll.

As less than 75% of the votes were cast in favour of the resolution numbered 4 above, the resolution was not duly passed as a special resolution of the Company by way of poll.

Save as Mr. Cheng Wing Keung Raymond, all other Directors (including Mr. Chiu Sui Keung, Mr. Zhang Shaoyan, Ms. Qin Jiali, Mr. Zhao Zhenzhong, Mr. Guo Wei, Mr. Lam Williamson and Mr. Wong Hoi Kuen) attended the AGM either in person or by electronic means.

As at the date of the AGM, the Company has a total of 1,356,171,754 Shares, which is the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholders were required to abstain or were restricted from voting on the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. None of the Shareholders stated his or her intention in the Circular to vote against or to abstain from voting on any resolution at the AGM.

(2) RETIREMENT OF DIRECTORS

As indicated above, the resolutions numbered 2(c) and 2(d) regarding the re-election of Mr. HK Wong and Mr. Cheng as independent non-executive Directors were not passed at the AGM since there was not a majority of votes cast for such resolutions. Accordingly, Mr. HK Wong and Mr. Cheng retired as independent non-executive Directors with immediate effect. Following their retirement, (i) Mr. HK Wong also ceased to act as a member of each of the Audit Committee and the Nomination Committee; and (ii) Mr. Cheng also ceased to act as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

Each of Mr. HK Wong and Mr. Cheng confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude to Mr. HK Wong and Mr. Cheng for their contributions to the Company during their terms of office with the Company. The Board considers that the retirement of Mr. HK Wong and Mr. Cheng will have no material impact on the business operations of the Group and will engage in internal discussion in relation to the composition of the Board as and when necessary.

(3) APPOINTMENT OF DIRECTORS

Reference is made to the announcement of the Company dated 13 September 2024 (the “**Announcement**”) in relation to the proposed appointment of independent non-executive Directors.

The Board has resolved to appoint Mr. Wong Tsz Fung (“**Mr. TF Wong**”) and Mr. Moy Yee Wo, Matthew (“**Mr. Moy**”) as additional independent non-executive Directors to the existing Board with effect from the conclusion of the AGM.

The biography of each of Mr. TF Wong and Mr. Moy, and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the Announcement. As at the date of this announcement, such information has no change.

Each of Mr. TF Wong and Mr. Moy has confirmed that (i) he met the independence criteria as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Mr. TF Wong and Mr. Moy were appointed as independent non-executive Directors with effect from the conclusion of the AGM. Following their appointment, (i) Mr. TF Wong also acts as a member of each of the Audit Committee and the Nomination Committee; and (ii) Mr. Moy also acts as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

By order of the Board
Elife Holdings Limited
Chow Chi Fai
Company Secretary

Hong Kong, 30 September 2024

As at the date of this announcement, the executive Directors are Mr. Chiu Sui Keung, Mr. Zhang Shaoyan, Ms. Qin Jiali, Mr. Zhao Zhenzhong and Mr. Guo Wei, and the independent non-executive Directors are Mr. Lam Williamson, Mr. Wong Tsz Fung and Mr. Moy Yee Wo, Matthew.