

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **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)**

# **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 JULY 2018, RETIREMENT OF EXECUTIVE DIRECTOR, AND CHANGE OF AUTHORISED REPRESENTATIVE AND COMPOSITION OF BOARD COMMITTEES**

Reference is made to the notice of annual general meeting (the “AGM”) dated 29 June 2018 (the “**AGM Notice**”) and the circular dated 29 June 2018 (the “**Circular**”) of Wan Kei Group Holdings Limited (the “**Company**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

## **POLL RESULTS OF AGM**

The Board announces that, at the AGM held at Room 1802, 18th Floor, Capital Centre, No. 151 Gloucester Road, Wanchai, Hong Kong on 31 July 2018 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 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 2018.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
2.	To re-appoint HLB HODGSON IMPEY CHENG LIMITED as auditors of the Company and to authorise the Board to fix their remuneration.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
3.	To re-elect Mr. Lau Woon Si as an executive Director.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
4.	To re-elect Mr. Zhang Zhenyi as an executive Director.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
5.	To re-elect Mr. Chan Kwan as an executive Director.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
6.	To re-elect Mr. Yan Shuai as an executive Director.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
7.	To re-elect Ms. Wang Qing as an independent non-executive Director.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
8.	To authorise the Board to fix the remuneration of the Directors.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
9.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	273,940,000 (99.42%)	1,600,000 (0.58%)	275,540,000 (100.00%)
10.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	275,540,000 (100.00%)	0 (0.00%)	275,540,000 (100.00%)
11.	To extend the general mandate granted to the Directors 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.	273,940,000 (99.42%)	1,600,000 (0.58%)	275,540,000 (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 favour of each of the Resolutions, all the Resolutions 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 Shares in issue as at the date of the AGM: 960,000,000 Shares of HK\$0.01 each. No Shareholder was required to abstain from voting on the Resolutions at the AGM under 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: 960,000,000 Shares.

## **RETIREMENT OF EXECUTIVE DIRECTOR**

The Board announces that, as set out in the Circular, Mr. Chan Chi Ming Tony (“**Mr. Chan**”) did not offer himself for re-election and retired as an executive Director with effect from the conclusion of the AGM, as he would like to devote more time to pursue other business commitments. As a result of his retirement, Mr. Chan also ceased to act as an authorised representative (the “**Authorised Representative**”) under Rule 3.05 of the Listing Rules and a member of each of the remuneration committee (the “**Remuneration Committee**”) and the legal compliance committee (the “**Legal Compliance Committee**”) of the Company with effect from the conclusion of the AGM.

Mr. Chan has confirmed that he has no disagreement with the Board and there is no matter in relation to his retirement that needs to be brought to the attention of the Shareholders. The Board extends its gratitude to Mr. Chan for his past contribution to the Company during his tenure of office.

## **CHANGE OF AUTHORISED REPRESENTATIVE AND COMPOSITION OF BOARD COMMITTEES**

Following the retirement of Mr. Chan, the Board further announces that with effect from 31 July 2018, Mr. Chan Kwan, an executive Director, has been appointed as an Authorised Representative under Rule 3.05 of the Listing Rules and a member of the Legal Compliance Committee in place of Mr. Chan. Mr. Yan Shuai, an executive Director, has also been appointed as a member of the Remuneration Committee.

The Board would like to express its warmest welcome to Mr. Chan Kwan and Mr. Yan Shuai for their new roles in the Board.

By Order of the Board  
**Wan Kei Group Holdings Limited**  
Lau Woon Si  
*Chairman*

Hong Kong, 31 July 2018

*As at the date of this announcement, the executive Directors are Mr. Lau Woon Si, Mr. Fong Hon Hung, Mr. Zhang Zhenyi, Mr. Chan Kwan and Mr. Yan Shuai; and the independent non-executive Directors are Mr. Lo Wa Kei Roy, Ms. Wang Qing and Mr. Leung Ka Fai Nelson*