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Kafelaku Coffee Holding Limited

猫屎咖啡控股有限公司

(formerly known as Li Bao Ge Group Limited)

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1869)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON FRIDAY, 24 MAY 2024; CHANGE OF AUDITOR; ADOPTION OF SHARE SCHEME; AND TERMINATION OF SHARE OPTION SCHEME

All the Proposed Resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the AGM.

POLL RESULTS OF ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of Kafelaku Coffee Holding Limited (the “**Company**”) is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the notice of the annual general meeting of the Company dated 29 April 2024 (the “**AGM Notice**”) were duly passed by the holders of the Company’s shares (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the annual general meeting of the Company held on Friday, 24 May 2024 (the “**AGM**”). All Directors attended the AGM in person or by electronic means.

As at the date of the AGM, there were 1,105,100,000 issued Shares entitling the Shareholders to attend and vote for or against all the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

None of the Shareholders was required under the Listing Rules to abstain from voting on the Proposed Resolutions at the AGM. None of the Shareholders has stated in the Company's circular dated 29 April 2024 (the "Circular") his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the AGM.

Boardroom Share Registrars (HK) Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote taking at the AGM.

The poll results in respect of all the Proposed Resolutions at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) ^(Note 1)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company and its subsidiaries and the reports of the Directors and auditors of the Company for the year ended 31 December 2023.	649,780,055 (100%)	0 (0%)
2.	To appoint CL Partners CPA Limited as auditors of the Company and to authorise the Board to fix their remuneration.	649,780,055 (100%)	0 (0%)
3.	(a) To re-elect Mr. Liang Naiming as an executive Director.	649,780,055 (100%)	0 (0%)
	(b) To re-elect Mr. Ma Xiaoping as an executive Director.	649,780,055 (100%)	0 (0%)
	(c) To re-elect Mr. Cui Zifeng as a non-executive Director.	649,780,055 (100%)	0 (0%)
	(d) To re-elect Mr. Wong Chun Peng Stewart as independent non-executive Director.	649,780,055 (100%)	0 (0%)
	(e) To re-elect Mr. Liu Huaiyu as independent non-executive Director.	649,780,055 (100%)	0 (0%)
	(f) To re-elect Mr. So Ting Kong as independent non-executive Director.	649,780,055 (100%)	0 (0%)
	(g) To authorise the Board to fix the Directors' remuneration.	649,780,055 (100%)	0 (0%)
4.	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. ^(Note 2)	649,780,055 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of issued share capital of the Company as at the date of passing this resolution. ^(Note 2)	649,780,055 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%) ^(Note 1)	
		For	Against
6.	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. ^(Note 2)	649,780,055 (100%)	0 (0%)
7.	To approve the adoption of the share scheme of the Company (the “ Share Scheme ”) and to authorise the Directors to grant options or awards and to allot, issue and deal in the shares of the Company (the “ Shares ”) pursuant to the exercise of any option or awards granted thereunder and to take such steps and do such acts and to enter into such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the share scheme. ^(Note 2)	649,780,055 (100%)	0 (0%)
8.	To approve, subject to and conditional upon passing of resolution 7, the adoption of the sub-limit on the total number of Shares that may be issued in respect of all options and awards to be granted to service providers under all the Share Schemes of 5% of the total number of Shares in issue (excluding treasury shares) on the date of approval of the Share Scheme.	649,780,055 (100%)	0 (0%)
9.	To approve, subject to and conditional upon passing of resolution 7, the termination of the existing share option scheme of the Company (the “ Share Option Scheme ”) adopted on 16 June 2016.	649,780,055 (100%)	0 (0%)

Notes:

1. The number of votes and the percentage of total votes as stated on above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.
2. For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

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

CHANGE OF AUDITOR

Reference is made to the announcement of the Company dated 27 March 2024 in relation to the proposed change of the independent auditor of the Company. With effect from the conclusion of the AGM, CL Partners CPA Limited has been appointed as the independent auditor of the Company in place of the retiring independent auditor, Ting Ho Kwan & Chan (“**THKC**”).

The Board would like to take this opportunity to express its gratitude to THKC for its professional services and support in the past.

ADOPTION OF THE SHARE SCHEME AND TERMINATION OF SHARE OPTION SCHEME

As the ordinary resolutions in relation to the adoption of the Share Scheme and termination of Share Option Scheme have been approved by the Shareholders at the AGM, the Share Scheme is adopted and the Share Option Scheme is terminated with immediate effect.

By Order of the Board
Kafelaku Coffee Holding Limited
Liang Naiming
Chairman and Chief Executive Officer

Hong Kong, 24 May 2024

As at the date of this announcement, the executive Directors are Mr. Liang Naiming and Mr. Ma Xiaoping; the non-executive Director is Mr. Cui Zifeng; and the independent non-executive Directors are Mr. Wong Chun Peng Stewart, Mr. Liu Huaiyu and Mr. So Ting Kong.