

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.

Lai Group Holding Company Limited
禮建德集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8455)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 6 AUGUST 2021; AND
CHANGE OF DIRECTORS AND COMPOSITION OF THE AUDIT COMMITTEE,
NOMINATION COMMITTEE AND REMUNERATION COMMITTEE**

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 AUGUST 2021

The board (the “**Board**”) of directors (the “**Directors**”) of Lai Group Holding Company Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at 26/F, Siu On Centre, 188 Lockhart Road, Wanchai, Hong Kong on Friday, 6 August 2021 at 11:00 a.m. (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 30 June 2021 (the “**AGM Notice**”) were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholder**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the Directors and auditor of the Company for the year ended 31 March 2021.	408,380,000 (100%)	0 (0%)
2.	To re-appoint HLB Hodgson Impey Cheng Limited as auditor of the Company and to authorise the Board to fix its remuneration.	408,380,000 (100%)	0 (0%)
3.	To re-elect Mr. Chan Lai Sin as an executive Director and the Board be authorised to fix his Director’s remuneration.	408,380,000 (100%)	0 (0%)
4.	To appoint Dr. Chung Siu Kuen as an independent non-executive Director and the Board be authorised to fix his Director’s remuneration.	408,380,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
5.	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.	408,380,000 (100%)	0 (0%)
6.	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.	408,380,000 (100%)	0 (0%)
7.	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.	408,380,000 (100%)	0 (0%)

The full text of the Resolutions appears in the AGM Notice.

As more than 50% of votes were cast in favour of each of the above Resolutions as ordinary resolutions, all the Resolutions proposed at the AGM were duly passed by the Shareholders.

As at the date of the AGM:

- (a) The total number of the shares in issue and entitling the holders to attend and vote for or against all Resolutions at the AGM: 800,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in rule 17.47A of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”): Nil.
- (c) None of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM.

There was no restriction on any Shareholder casting votes on any of the Resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the purpose of vote taking at the AGM.

CHANGE OF DIRECTORS AND COMPOSITION OF THE AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

The Board is pleased to announce that Mr. Kwan Ngai Kit (“**Mr. Kwan**”) has retired at the AGM and decided not to offer himself for re-election as an independent non-executive Director in order to spend more time dealing with his personal affairs. Mr. Kwan has confirmed that he has no disagreement with the Board, nor is there any matter in relation to his retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board announces that Dr. Chung Siu Kuen (“**Dr. Chung**”) has been appointed as an independent non-executive Director with effect from the conclusion of the AGM held on 6 August 2021. His biography and other information required to be disclosed under Rule 18.39 of the GEM Listing Rules are set out in the Circular. As at the date of this announcement, there has been no change to such information. Dr. Chung has entered into a letter of appointment with the Company for a term of three years commencing from the conclusion of the AGM. The director’s fee of Dr. Chung will be HK\$120,000 per annum and will be reviewed annually by the Board and by reference to the prevailing market practice, the Company’s remuneration policy, his experience, duties and responsibilities within the Company. Save as disclosed in this announcement, Dr. Chung does not hold any other position with the Company or other members of the Company’s group. There are no other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Dr. Chung.

Meanwhile, the Board further announces that, as approved by the meeting of the Board held on 23 June 2021, (1) upon retirement of Mr. Kwan, Mr. Kwan ceased to be the chairman of the audit committee (the “**Audit Committee**”) and a member of each of the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company; (2) upon appointment of Dr. Chung, Dr. Chung has been designated as a member of the Audit Committee, the Remuneration Committee and the Nomination Committee; and (3) Ms. Lui Lai Chun, an existing independent non-executive Director, has been re-designated as the chairman of the Audit Committee upon the conclusion of the AGM.

The Board would like to express its sincere gratitude to Mr. Kwan for his valuable contribution to the Company during his tenure. The Board would like to extend its warmest welcome to Dr. Chung in joining the Board.

By Order of the Board
Lai Group Holding Company Limited
Chan Lai Sin
Chairman and Executive Director

Hong Kong, 6 August 2021

As at the date of this announcement, the Board comprises Mr. Chan Lai Sin and Ms. Wan Pui Chi as executive Directors; Ms. Lui Lai Chun, Mr. Wu Loong Cheong Paul and Dr. Chung Siu Kuen as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and will be published on the Company's website at www.dic.hk.