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WT GROUP HOLDINGS LIMITED

WT 集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8422)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

References are made to the circular (the “**AGM Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting of WT Group Holdings Limited (the “**Company**”) both dated 28 November 2022. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular. The Board is pleased to announce that at the AGM held on 29 December 2022, all proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll.

The poll results of the AGM are as follows:

RESOLUTIONS		Number of Votes (Approximate %)		Passed by shareholders
		For	Against	
ORDINARY RESOLUTIONS				
1.	To receive, consider and adopt the audited financial statements of the Company, the reports of the directors and the independent auditors of the Company for the year ended 30 June 2022	35,089,750 (100.0%)	0 (0.0%)	100.0%
2.	(i) To re-elect Mr. Kam Kin Bun as an executive director of the Company	35,089,750 (100.0%)	0 (0.0%)	100.0%
	(ii) To re-elect Ms. Wong Mei Chun as an executive director of the Company	35,089,750 (100.0%)	0 (0.0%)	100.0%
	(iii) To re-elect Ms. Yip Tan as an independent non-executive director of the Company	35,089,750 (100.0%)	0 (0.0%)	100.0%
	(iv) To authorise the board of directors of the Company to fix the remunerations of the directors	35,089,750 (100.0%)	0 (0.0%)	100.0%
3.	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration	35,089,750 (100.0%)	0 (0.0%)	100.0%

RESOLUTIONS		Number of Votes (Approximate %)		Passed by shareholders
		For	Against	
ORDINARY RESOLUTIONS				
4.	To give a general mandate to the directors to issue new shares or securities of the Company not exceeding 20% of the total number of issued shares of the Company (ordinary resolution in item No. 4 of the AGM Notice)	35,089,750 (100.0%)	0 (0.0%)	100.0%
5.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (ordinary resolution in item No. 5 of the AGM Notice)	35,089,750 (100.0%)	0 (0.0%)	100.0%
6.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares or securities of the Company of an amount representing the total number of shares repurchased by the Company (ordinary resolution in item No. 6 of the AGM Notice)	35,089,750 (100.0%)	0 (0.0%)	100.0%
SPECIAL RESOLUTION				
7.	To amend and restate the memorandum of association and articles of association of the Company (special resolution in item No. 7 of the AGM Notice)	35,089,750 (100.0%)	0 (0.0%)	100.0%

For the full text of the Resolutions please refer to the AGM Notice.

As at the date of the AGM, the total number of Shares in issue was 120,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Resolutions at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No holder of the Shares was required to abstain from voting at the AGM under the GEM Listing Rules.

In addition, no holder of the Shares has indicated in the AGM Circular that he/she/it intends to vote against or to abstain from voting on any of the Resolutions at the AGM.

Union Registrars Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

All directors of the Company attended the AGM in person or by means of electronic facilities.

ADOPTION OF AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The adoption of the amended and restated Memorandum and Articles has been approved by the Shareholders by way of a special resolution at the AGM. The full text of the amended and restated Memorandum and Articles will be published on the websites of the Company and the Stock Exchange.

By order of the Board
WT Group Holdings Limited
Kam Kin Bun
Chairman and Executive Director

Hong Kong, 29 December 2022

As at the date of this announcement, the Board comprises Mr. Kam Kin Bun (Chairman) and Ms. Wong Mei Chun as executive Directors; Ms. Chan Sin Wa Carrie, Ms. Yip Tan and Mr. Yu Tat Chi Michael 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 “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication and on the Company’s website at www.hklistco.com/8422.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.