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**Victory Securities (Holdings) Company Limited**

**勝利證券(控股)有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8540)**

## **CLARIFICATION ANNOUNCEMENT**

Reference is made to the “proxy form of Victory Securities (Holdings) Company Limited (the “**Company**”) distributed to shareholders of the Company (the “**Shareholders**”) together with the circular of the Company dated 13 April 2023 (the “**Original Proxy Form**”) in relation to, among others, the resolution proposed in the forthcoming annual general meeting to be held on 25 May 2023 (the “**AGM**”). Capitalized terms used herein shall have the same meanings as those defined in the Original Proxy Form unless the context otherwise requires.

The Board would like to clarify that resolution number 2, “To declare a final dividend of HK1.60 cents per Share.” should be amended to “To declare a final dividend of HK1.20 cents per Share.”.

Since the Original Proxy Form has error as indicated above. A revised form of proxy (the “**Revised Form of Proxy**”) will be distributed to shareholders for use at the AGM. For those who intend to direct a proxy to attend the AGM, please complete the Revised Form of Proxy and return the same in accordance with the instructions printed thereon. In order to be valid, the Revised Form of Proxy must be delivered to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for the AGM or any adjournment thereof (the “**Closing Time**”).

Shareholders are urged to complete and return the Revised Form of Proxy whether or not you will attend the AGM. Completion and return of the Original Form of Proxy and/or the Revised Form of Proxy will not preclude Shareholders from attending and voting at the AGM (or any subsequent meetings following the adjournments thereof) should they so wish.

Any Shareholder who has not yet deposited the Original Form of Proxy is requested to deposit only the Revised Form of Proxy if he/she intends to appoint a proxy to attend the AGM on his/her behalf. Any Shareholder who has already deposited the Original Form of Proxy should note that:

- (i) if the Revised Form of Proxy is deposited before the Closing Time, the Revised Form of Proxy will revoke and supersede the Original Form of Proxy previously deposited by the Shareholder. The Revised Form of Proxy (if duly completed) will be treated as a valid form of proxy deposited by the Shareholder; and
- (ii) if no Revised Form of Proxy is deposited before the Closing Time, the Original Form of Proxy (if duly completed) will be treated as a valid form of proxy deposited by the Shareholder. The proxy so appointed pursuant to the Original Form of Proxy will be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM.

Apart from the revised resolution number 2 and other information as set out in this announcement, all other matters of the AGM remain unchanged. For details of the other resolutions to be considered and approved at the AGM, eligibility for attending the AGM, closure of register of members and other relevant matters, please refer to the circular of the Company dated 13 April 2023.

By Order of the Board  
**Victory Securities (Holdings) Company Limited**  
**Kong Yan Yue**  
*Company Secretary*

Hong Kong, 9 May 2023

*As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Kou Kuen, Mr. Chiu Che Leung, Stephen and Mr. Chan Pui Chuen, one non-executive Director, namely Mr. Chan Ying Kit (Chairman) and three independent non-executive Directors, namely Mr. Ying Wing Ho Peter, Mr. Liu Chun Ning Wilfred and Dr. Yan Ka Shing.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 Company Announcements” page of the Stock Exchange website ([www.hkexnews.com](http://www.hkexnews.com)) for at least 7 days from the date of its publication and on the website of the Company ([www.victorysec.com.hk](http://www.victorysec.com.hk)).*