

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.



(Incorporated in the Cayman Islands with limited liability)
(Stock code: 8112)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 11 MAY 2023 AND ADOPTION OF THE NEW AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

Reference is made to the circular (the “**Circular**”) of Cornerstone Financial Holdings Limited (the “**Company**”) dated 31 March 2023, containing the notice (the “**Notice**”) of the Company’s 2023 annual general meeting. Unless stated otherwise, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that all proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed either as ordinary resolutions or as a special resolution of the Company by way of poll at the AGM held on 11 May 2023. The poll results are as follows:

Ordinary Resolutions		Number of votes (Approximate percentage)	
		For	Against
1.	To receive and consider the audited consolidated accounts and the reports of the directors and of the auditors for the year ended 31 December 2022.	20,916,822 (100%)	0 (0%)
2.	To re-elect Mr. Gao Ran as an executive Director.	20,916,822 (100%)	0 (0%)
3.	To re-elect Mr. An Xilei as an executive Director.	20,916,822 (100%)	0 (0%)
4.	To re-elect Mr. Wong Hong Gay Patrick Jonathan as an executive Director.	20,916,822 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (Approximate percentage)	
		For	Against
5.	To authorize the Board of Directors to fix the Directors' remuneration.	20,916,822 (100%)	0 (0%)
6.	To re-appoint Yongtuo Fuson CPA Limited as auditors of the Company and to authorize the Board of Directors to fix their remuneration.	20,916,822 (100%)	0 (0%)
7.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital.	20,916,822 (100%)	0 (0%)
8.	To give a general mandate to the Directors to repurchase shares in the capital of the Company not exceeding 10% of the existing issued share capital.	20,916,822 (100%)	0 (0%)
9.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.	20,916,822 (100%)	0 (0%)
Special Resolution		Number of votes (Approximate percentage)	
		For	Against
10.	To approve the proposed amendments to the Memorandum and Articles of Association of the Company and the adoption of the new Memorandum and Articles of Association of the Company.	20,916,822 (100%)	0 (0%)

Note: The full text of the above resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, and more than 75% of the votes were cast in favour of the special resolution, all the above resolutions were duly passed by the Shareholders at the AGM.

As at the date of the AGM, the total number of Shares entitling the holders to attend and vote for or against the Resolutions was 229,418,448, representing the entire issued share capital of the Company. There were no Shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders were required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM.

In addition, none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

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

Mr. Gao Ran, the chairman and executive director of the Company, was unable to attend the AGM. Mr. Mock Wai Yin, an executive director of the Company, attended the AGM in person and acted as the chairman of the AGM, while all other directors attended the AGM by electronic means.

ADOPTION OF THE NEW AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board hereby announces that the resolution on the Proposed Amendments has been duly passed as a special resolution by the Shareholders at the AGM. The new amended and restated Memorandum and Articles of Association will take effect from 11 May 2023, the full text of which is available on the websites of the Stock Exchange and the Company.

By Order of the Board
Cornerstone Financial Holdings Limited
An Xilei
Deputy Chairman and Executive Director

Hong Kong, 11 May 2023

As at the date of this announcement, the Board comprises Mr. Gao Ran (Chairman), Mr. An Xilei (Deputy Chairman), Mr. Wong Hong Gay Patrick Jonathan and Mr. Mock Wai Yin as executive Directors; and Mr. Chan Chi Keung Alan, Ms. Lau Mei Ying and Mr. Wong Man Hong as independent non-executive Directors.

*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 (the “**Stock Exchange**”) 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 website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.cs8112.com.