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K W NELSON INTERIOR DESIGN AND CONTRACTING GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8411)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 25 MAY 2023; AND
(2) AMENDMENTS TO THE ARTICLES OF
ASSOCIATION AND ADOPTION OF THE AMENDED AND
RESTATED ARTICLES OF ASSOCIATION**

References are made to the circular (the “**Circular**”) and notice of the annual general meeting (the “**Notice of AGM**”) of K W Nelson Interior Design and Contracting Group Limited (the “**Company**”) both dated 31 March 2023. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice of AGM.

(1) POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by way of poll at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of each of the resolutions are as follows:

Ordinary resolutions proposed at the AGM		Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements and reports of the Directors and independent auditor of the Company and its subsidiaries for the year ended 31 December 2022	752,609,000 (100%)	0 (0%)	752,609,000

Ordinary resolutions proposed at the AGM		Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
2.	(a)(i) To re-elect Mr. Hui Harry Chi as an independent non-executive Director	752,609,000 (100%)	0 (0%)	752,609,000
	(a)(ii) To re-elect Ms. So Patsy Ying Chi as an independent non-executive Director	752,609,000 (100%)	0 (0%)	752,609,000
	(b) to authorise the Board to fix the Directors' remuneration	752,609,000 (100%)	0 (0%)	752,609,000
3.	To re-appoint Linksfield CPA Limited as an independent auditor of the Company and authorise the Board to fix its remuneration	752,609,000 (100%)	0 (0%)	752,609,000
4.	To grant a general unconditional mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the number of issued share of the Company as at the date of this resolution	750,009,000 (99.65%)	2,600,000 (0.35%)	752,609,000
5.	To grant a general unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the number of issued share of the Company as at the date of this resolution	752,609,000 (100%)	0 (0%)	752,609,000
6.	Conditional on the passing of resolutions 4 and 5, to extend the general mandate granted by resolution 4 by adding thereto the shares repurchased pursuant to the general mandate granted by resolution 5	750,009,000 (99.65%)	2,600,000 (0.35%)	752,609,000

Special resolution proposed at the AGM		Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
7.	To approve the Proposed Amendments and adoption of the Amended and Restated Articles of Association	752,609,000 (100%)	0 (0%)	752,609,000

Notes:

- (1) The above percentages are rounded to the nearest two decimal places.
- (2) For the full text of the above resolutions, please refer to the Notice of AGM.

As at the date of the AGM, the total number of issued shares in the Company was 1,000,000,000 Shares, which was the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. No Shareholder was required to abstain from voting on any resolutions proposed at the AGM as required by the GEM Listing Rules. No Shareholder has stated his or her intention in the Circular to vote against or to abstain from voting on any resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolutions at the AGM as required by the GEM Listing Rules.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6 above, these resolutions were duly passed as ordinary resolutions of the Company. Meanwhile, as more than 75% of the votes were cast in favour of the resolution numbered 7 above, such resolution was duly passed as a special resolution of the Company.

(2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF ASSOCIATION

The Proposed Amendments and adoption of Amended and Restated Articles of Association have been approved by the Shareholders by way of a special resolution at the AGM. The full text of the Amended and Restated Articles of Association will be published on the websites of the Company and the Stock Exchange.

Except for Mr. Hui Harry Chi and Ms. So Patsy Ying Chi being unable to attend the AGM due to other business commitments, the following Directors, namely, Mr. Lau King Wai and Mr. Wong Siu Hong Edward attended the AGM in person and the following Directors, namely, Ms. Leung May Yan and Mr. Li Wai Kwan attended the AGM via real-time communication facilities.

By order of the Board
K W Nelson Interior Design and Contracting Group Limited
Lau King Wai
Chairman and Chief Executive Officer

Hong Kong, 25 May 2023

As at the date of this announcement, the Board comprises Mr. Lau King Wai, Ms. Leung May Yan and Mr. Wong Siu Hong Edward as executive Directors, and Mr. Li Wai Kwan, Mr. Hui Harry Chi and Ms. So Patsy Ying Chi 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 <http://www.hkgem.com> for at least 7 days from the date of its publication and on the website of the Company at <http://www.kwnelson.com.hk>.