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BASETROPHY GROUP HOLDINGS LIMITED

基地錦標集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8460)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 1 JUNE 2023

Reference are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting of Basetrophy Group Holdings Limited (the “**Company**”) to be held on 1 June 2023 (the “**AGM**”), dated 12 April 2023. Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the AGM, all proposed resolutions (the “**Resolutions**”) as set out in the Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Details of the poll results of the AGM are as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate%)	
		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 auditors of the Company for the year ended 31 December 2022.	51,000,090 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes (Approximate%)	
		FOR	AGAINST
2.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the board of Directors to fix their remuneration.	51,000,090 (100%)	0 (0%)
3.	(a) To re-elect Mr. Leung Yat Fai Frankie Keith as an executive Director.	51,000,090 (100%)	0 (0%)
	(b) To re-elect Ms. Fong Pui Yin Vivian as an executive Director.	51,000,090 (100%)	0 (0%)
	(c) To re-elect Mr. Ngok Ho Wai as an independent non-executive Director.	51,000,090 (100%)	0 (0%)
4.	To authorise the board of Directors to fix the remuneration of the Directors.	51,000,090 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company as at the date of passing this resolution.	51,000,090 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution.	51,000,090 (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.	51,000,090 (100%)	0 (0%)

SPECIAL RESOLUTION		Number of votes (Approximate%)	
		FOR	AGAINST
8.	To approve the proposed amendments (the “ Proposed Amendments ”) to the existing amended and restated memorandum and articles of association of the Company (the “ Existing Memorandum and Articles of Association ”) and to adopt the second amended and restated memorandum and articles of association of the Company (the “ New Memorandum and Articles of Association ”) in substitution for and to the exclusion of the Existing Memorandum and Articles of Association with immediate effect after the close of the AGM and authorise any one director or company secretary of the Company to do all things necessary to implement the Proposed Amendments and the adoption of the New Memorandum and Articles of Association.	51,000,090 (100%)	0 (0%)

The full text of each 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 no.1 to no.7, all such ordinary resolutions were duly passed.

As more than 75% of the votes were cast in favour of special resolution no. 8, such special resolution was duly passed.

As at the date of the AGM:

- (a) The total number of shares in issue and entitling the holders to attend and vote for or against the Resolutions at the AGM: 115,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities of GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”): 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.

The attendance record of the Directors at the AGM is set out as follows:

- (a) the executive Directors, Mr. Lau Chung Ho and Mr. Leung Yat Fai Frankie Keith and the independent non-executive Director Ngok Ho Wai, attended the AGM in person;
- (b) the executive Director, Mr. Li Aiming attended the AGM by telephone conference; and
- (c) the executive Directors, Ms. Fong Pui Yin Vivian and Ms. Du Wanfen and the independent non-executive Directors Mr. Ng Ki Man and Mr. Lam Chee-yau Timothy were absent at the AGM due to other engagements.

By order of the Board
Basetrophy Group Holdings Limited
Leung Yat Fai Frankie Keith
Chairman and executive Director

Hong Kong, 1 June 2023

As at the date of this announcement, the Board comprises Mr. Lau Chung Ho, Mr. Leung Yat Fai Frankie Keith, Ms. Fong Pui Yin Vivian, Ms. Du Wanfen and Mr. Li Aiming as executive Directors; and Mr. Ng Ki Man, Mr. Lam Chee-yau Timothy and Mr. Ngok Ho Wai 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 of Hong Kong Limited 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.wbgroupfw.com.hk.