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Janco Holdings Limited

駿高控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8035)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 21 JUNE 2023

Reference is made to the notice of annual general meeting of Janco Holdings Limited (the “**Company**”) dated 31 March 2023 (the “**AGM Notice**”) and the circular (the “**Circular**”) of the Company dated 31 March 2023. Unless otherwise specified in this announcement, capitalised terms used herein shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that at the Annual General Meeting, each of the proposed ordinary resolutions and special resolution set out in the AGM Notice (the “**Resolutions**”) were taken by way of poll.

As at the date of the Annual General Meeting, the total number of Shares in issue was 600,000,000 Shares. The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the Annual General Meeting was 600,000,000 Shares, and no Shareholder was required to abstain from voting on any of the Resolutions at the Annual General Meeting. There were no Shares entitling the holders to attend and abstain from voting in favour at the Annual General Meeting as set out in Rule 17.47A of the GEM Listing Rules. None of the Shareholders has stated his/her intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the Annual General Meeting.

The poll results of the Annual General Meeting are as follows:

Ordinary resolutions		Number of votes cast (percentage of total number of votes cast, approximate %)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the auditor of the Company for the year ended 31 December 2022.	185,150,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Cheng Tak Yuen as executive Director.	185,150,000 (100%)	0 (0%)
	(b) To re-elect Mr. Heung Ka Lok as executive Director.	185,150,000 (100%)	0 (0%)
	(c) To re-elect Mr. Moy Yee Wo Matthew as independent non-executive Director.	185,150,000 (100%)	0 (0%)
	(d) To re-elect Mr. Law Wing Tak Jack as independent non-executive Director.	185,150,000 (100%)	0 (0%)
	(e) To re-elect Mr. Yu Kwok Fai as independent non-executive Director.	185,150,000 (100%)	0 (0%)
	(f) To authorise the Board to fix the remuneration of the Directors of the Company.	185,150,000 (100%)	0 (0%)
3.	To re-appoint Messrs McMillan Woods (Hong Kong) CPA Limited as the auditor of the Company and to authorise the Board to fix their remuneration for the year ending 31 December 2023.	185,150,000 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with unissued shares in the share capital of the Company, the aggregate number of which shall not exceed 20% of the aggregate number of shares in the Company in issue as at the date of passing of this resolution.	185,150,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to purchase or buy-back the Company's shares up to 10% of the aggregate number of shares in the Company in issue as at the date of passing of this resolution.	185,150,000 (100%)	0 (0%)
6.	To add the number of shares in the Company purchased or bought back by the Company pursuant to the general mandate to the Directors under resolution no. 5 above to the general mandate granted to the Directors under resolution no. 4 above.	185,150,000 (100%)	0 (0%)

Special resolution		Number of votes cast (percentage of total number of votes cast, approximate %)	
		For	Against
7.	<p>(a) To approve the Proposed Amendments to the M&A as set out in Appendix III to the circular of the Company dated 31 March 2023 be approved;</p> <p>(b) the adoption of the Amended and Restated M&A in substitution for and to the exclusion of the M&A with immediate effect after the close of the Meeting be and is hereby approved; and</p> <p>(c) that the Directors be and are hereby authorised to do all things necessary to implement the adoption of the Amended and Restated M&A, including but not limited to the execution of any and all documents and attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong as may be necessary in connection therewith.</p>	185,150,000 (100%)	0 (0%)

Note: Please refer to the AGM Notice for the full text of the resolutions numbered 4 to 6.

The number and percentage of votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the Annual General Meeting in person or by proxy. As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6, such resolutions were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the resolution numbered 7, such resolution was duly passed as a special resolution of the Company.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineers for the purposes of vote-taking at the Annual General Meeting.

The Company would like to report that all the Directors (namely, Mr Cheng Tak Yuen and Mr. Heung Ka Lok (*executive Directors*), Mr Chan Kin Chung (*non-executive Director*), and Mr. Chan William, Mr. Law Wing Tak Jack, Mr. Moy Yee Wo Matthew and Mr. Yu Kwok Fai (*independent non-executive Directors*)), attended the Annual General Meeting either in person or via electronic means (by zoom).

By order of the Board
Janco Holdings Limited
Chan Kin Chung
Chairman

Hong Kong, 21 June 2023

As at the date of this announcement, the executive Directors are Mr. Cheng Tak Yuen and Mr. Heung Ka Lok, the non-executive Director is Mr. Chan Kin Chung (Chairman) and the independent non-executive Directors are Mr. Chan William, Mr. Law Wing Tak Jack, Mr. Moy Yee Wo Matthew and Mr. Yu Kwok Fai.

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 Stock Exchange’s website (www.hkexnews.hk) for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website (www.jancofreight.com).