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**ORIENT SECURITIES INTERNATIONAL HOLDINGS LIMITED**  
**東方滙財證券國際控股有限公司\***  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8001)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 31 AUGUST 2023;**  
**(2) ADOPTION OF AMENDED AND RESTATED  
ARTICLES OF ASSOCIATION;**  
**AND**  
**(3) RETIREMENT OF DIRECTORS**

The Board is pleased to announce that, save and except for the resolution numbered 2.1.3 (regarding the re-election of Mr. Chung Kar Ho Carol as executive Director), the AGM Resolutions proposed at the AGM held on 31 August 2023 were duly passed by the Shareholders by the way of poll.

References are made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of annual general meeting (the “**AGM**”) of Orient Securities International Holdings Limited (the “**Company**”) dated 30 June 2023. Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Circular and the AGM Notice.

\* For identification purposes only

## POLL RESULTS OF THE AGM

At the AGM held on 31 August 2023, the resolutions set out in the AGM Notice (the “**AGM Resolutions**”), save and except for the resolution numbered 2.1.3 (regarding the re-election of Mr. Chung Kar Ho Carol as executive Director), was duly passed by the Shareholders by the way of poll. The Board is pleased to announce the poll results in respect of the AGM Resolutions as follows:

Ordinary Resolutions		Number of Votes (%)		Total Votes (%)
		For	Against	
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries (the “ <b>Group</b> ”) and the reports of the directors (the “ <b>Director(s)</b> ”) of the Company and the auditor of the Company (the “ <b>Auditor</b> ”) for the fifteen months ended 31 March 2023.	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)
2.	2.1 Each as a separate resolution, to re-elect the following Directors:			
	2.1.1 Mr. Shiu Shu Ming as an executive Director	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)
	2.1.2 Ms. Suen Tin Yan as an executive Director	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)
	2.1.3 Mr. Chung Kar Ho Carol as an executive Director	492,845 (3.32%)	14,370,400 (96.68%)	14,863,245 (100.00%)
	2.1.4 Mr. Siu Kin Wai as an independent non-executive Director	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)
2.2	To authorise the board of Directors (the “ <b>Board</b> ”) to fix the Directors’ remuneration	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)
3.	To re-appoint CL Partners CPA Limited as the Auditor and to authorise the Board to fix its remuneration.	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional new shares not exceeding to 20% of the aggregate number of shares in issue of the Company.	14,718,445 (99.03%)	144,800 (0.97%)	14,863,245 (100.00%)
5.	To grant a general mandate to the Directors to repurchase the Company’s shares not exceeding 10% of the aggregate number of shares in issue of the Company.	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)

Ordinary Resolutions		Number of Votes (%)		Total Votes (%)
		For	Against	
6.	To extend the general mandate granted to the Directors to issue new shares under Ordinary Resolution 4 by the number of shares repurchased under Ordinary Resolution 5.	14,718,445 (99.03%)	144,800 (0.97%)	14,863,245 (100.00%)
Special Resolution		Number of Votes (%)		Total Votes (%)
		For	Against	
7.	To approve the proposed amendments to the existing articles of association of the Company by way of the proposed adoption of the amended and restated articles of association of the Company and to authorise any one Director, registered office provider or company secretary of the Company to do all such acts and things and execute all such documents to effect the same.	14,863,245 (100.00%)	0 (0.00%)	14,863,245 (100.00%)

As more than 50% of the votes were cast in favour of each of the above resolutions numbered 1, 2.1.1, 2.1.2, 2.1.4, 2.2 and 3 to 6, these resolutions were duly passed as ordinary resolutions at the AGM.

As more than 75% of the votes were cast in favour of the above resolution numbered 7, this resolution was duly passed as special resolution at the AGM.

The full text of the AGM Resolutions is set out in the AGM Notice.

## **ADOPTION OF AMENDED AND RESTATED ARTICLES OF ASSOCIATION**

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

## **RETIREMENT OF DIRECTORS**

As the resolution numbered 2.1.3 for the re-election of Mr. Chung Kar Ho Carol (“**Mr. Chung**”) as an executive Director was not passed by the Shareholders at the AGM, Mr. Chung retired as an executive Director with effect from the conclusion of the AGM. The Company has not received any disagreement with the Board by Mr. Chung and the Board is not aware of any disagreement with the Board by Mr. Chung.

As disclosed in the Circular, Ms. Luk Huen Ling Claire (“**Ms. Luk**”), the independent non-executive Director, intended not to offer herself for re-election at the AGM, and retired as an independent non-executive Director with effect from the conclusion of the AGM. The Company has not received any disagreement with the Board by Ms. Luk and the Board is not aware of any disagreement with the Board by Ms. Luk.

The Board is not aware of any matters relating to the retirement of both Mr. Chung and Ms. Luk which need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Chung and Ms. Luk for their contribution to the Company during their tenure of service with the Company.

#### **NON-COMPLIANCE WITH RULES 5.05(1) AND 5.28 OF THE GEM LISTING RULES AND TERMS OF REFERENCE OF COMMITTEES**

As at the date of this announcement, no independent non-executive Director have been appointed in place of Ms. Luk and thereby following the conclusion of the AGM:

- (i) the number of independent non-executive Directors fell below the minimum number as required under Rule 5.05(1) of the GEM Listing Rules;
- (ii) the number of members of the audit committee of the Board (the “**Audit Committee**”) fell below the minimum number as required under Rule 5.28 of the GEM Listing Rules;
- (iii) the number of members of each of the Audit Committee, Nomination Committee and Remuneration Committee fell below the minimum number as required under the respective terms of reference of the Audit Committee, Nomination Committee and Remuneration Committee.

As at the date of this announcement, the Company is still in the process of identifying suitable candidates to fill up the vacancies and will endeavor to appoint any suitable candidates so as to fulfill the minimum requirements under Rules 5.05(1) and 5.28 of the GEM Listing Rules within three months from 31 August 2023. The Company will make further announcement(s) in relation to such appointment(s) as and when appropriate in accordance with the GEM Listing Rules.

As at the date of the AGM, the total number of Shares was 124,416,000, which represented the total number of Shares entitling the holders to attend and vote for or against the AGM Resolutions at the AGM. No Shareholders were required to abstain from voting according to the GEM Listing Rules or have indicated in the Circular that they intended to vote against or to abstain from voting on the AGM Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and vote only against the AGM Resolutions at the AGM.

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

Mr. Shiu Shu Ming, Ms. Lee Nga Ching and Ms. Suen Tin Yan, the Directors, attended the AGM in person. Ms. Chan Man Yi, the Director, attended the AGM by way of electronic means. Mr. Siu Kin Wai, Mr. Chung and Ms. Luk, the Directors, were unable to attend the AGM due to other business engagement.

By order of the Board  
**Orient Securities International Holdings Limited**  
**Lee Nga Ching**  
*Executive Director*

Hong Kong, 31 August 2023

*As at the date of this announcement, the Board comprises (i) Mr. Shiu Shu Ming, Ms. Lee Nga Ching and Ms. Suen Tin Yan as the executive Directors; and (ii) Mr. Siu Kin Wai and Ms. Chan Man Yi as the 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 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.*

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