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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)

(I) POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 17 MAY 2024; AND (II) INCREASE IN AUTHORISED SHARE CAPITAL BECOMING EFFECTIVE ON 17 MAY 2024

The board (the “**Board**”) of directors (the “**Directors**”) of Basetrophy Group Holdings Limited (the “**Company**”) is pleased to announce that at the extraordinary general meeting of the Company held at 1/F., Connaught Harbourfront House, 35-36 Connaught Road West, Sheung Wan, Hong Kong at 11:00 a.m. on Friday, 17 May 2024 (the “**EGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the EGM dated 24 April 2024 (the “**EGM Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

RESULTS OF THE EGM

The poll results in respect of the Resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		FOR	AGAINST
1.	To approve the proposed Increase in Authorised Share Capital as set out in the Notice of EGM.	56,000,090 (98.25%)	1,000,000 (1.75%)
2.	To approve the proposed Rights Issue, the Placing Agreement and the transactions contemplated thereunder as set out in the Notice of EGM.	5,000,090 (83.33%)	1,000,000 (16.67%)

Note: The full text of the Resolutions appears in the EGM Notice.

As more than 50% of the votes were cast in favour of Resolutions no. 1 and no. 2, Resolutions no. 1 and no. 2 proposed at the EGM were duly passed as ordinary resolutions of the Company by the Shareholders.

As at the date of the EGM, the total number of issued and fully paid-up Shares was 115,000,000 Shares. In accordance with 10.29(1) of the GEM Listing Rules, as the Rights Issue will increase the total number of issued Shares by more than 50% within a 12 month period, the Rights Issue is subject to the approval by the Independent Shareholders at the EGM by way of poll at which the controlling shareholders and their associates or, where there are no controlling shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the resolution(s) relating to the Rights Issue at the EGM. As at the date of the EGM, Brightly Ahead Limited, being a controlling shareholder of the Company, directly holds 51,000,000 Shares (representing approximately 44.35% of the issued share capital of the Company). Brightly Ahead Limited is a company wholly owned by Mr. Lau who is an executive Director and Chief Executive Officer of the Company. Accordingly, Brightly Ahead Limited and Mr. Lau shall abstain from voting in favour of Resolution no. 2 at the EGM. Save as disclosed above, no other Shareholder is required to abstain from voting in favour of the relevant resolution(s) of the proposed Rights Issue at the EGM.

Accordingly, at the EGM, there were (i) 57,000,090 Shares entitling the Shareholders to attend and vote on Resolution no. 1; and (ii) 6,000,090 Shares entitling the Independent Shareholders to attend and vote on Resolution no. 2.

Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, there were no Shares entitling the holder to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 17.47A of the GEM Listing Rules and no Shareholder was required under the GEM Listing Rules to abstain from voting at the EGM. Save as disclosed above, none of the Shareholders had indicated in the Circular of his/her/its intention to vote against or to abstain from voting on the Resolutions at the EGM.

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 EGM.

INCREASE IN AUTHORISED SHARE CAPITAL

As the Increase in Authorised Share Capital has been approved at the EGM, the authorised share capital of the Company will be increased to HK\$300,000,000 divided into 3,000,000,000 Shares. The Increase in Authorised Share Capital has become effective on Friday, 17 May 2024.

COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHTS BASIS AND EXPECTED DATE THE PROSPECTUS DOCUMENTS WILL BE MADE AVAILABLE TO THE SHAREHOLDERS

The Rights Issue will proceed in accordance with the expected timetable as set out in the Circular. Pursuant to the expected timetable, it is expected that the last day of dealings in the Shares on a cum-rights basis is Thursday, 23 May 2024. The Shares will be dealt with on an ex-rights basis from Friday, 24 May 2024. The Prospectus Documents are expected to be made available and/or sent to the Shareholders (as the case may be) on Thursday, 6 June 2024.

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

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

By order of the Board
Basetrophy Group Holdings Limited
Chan Kui Ming
Company Secretary

Hong Kong, 17 May 2024

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. Lam Chee-yau Timothy, Mr. Ngok Ho Wai and Mr. Li Dewen 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 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.