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## **HONBRIDGE HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8137)**

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 23 JUNE 2025;**
- (2) RETIREMENT OF NON-EXECUTIVE DIRECTOR  
AND INDEPENDENT NON-EXECUTIVE DIRECTORS;**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;  
AND**
- (4) CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that all the resolutions proposed at the AGM as set out in the Notice were duly passed by the Shareholders at the AGM held on 23 June 2025 by way of poll.

Reference is made to the circular (the “**Circular**”) of Honbridge Holdings Limited (the “**Company**”) and notice of the annual general meeting (the “**Notice**”) both dated 29 May 2025. Unless the context otherwise required, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

### **(1) POLL RESULTS OF THE AGM**

At the annual general meeting of the Company held on Monday, 23 June 2025 (the “**AGM**”), all proposed resolutions as set out in the Notice were taken by poll.

The Company's Hong Kong share registrar, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes cast and (approximate percentage of total number of votes cast)		Total Number of votes cast
		For	Against	
1.	To review and adopt the audited financial statements together with the reports of the directors of the Company (the “ <b>Directors</b> ”) and auditors of the Company for the year ended 31 December 2024.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
2(a)(i).	To re-elect Mr. Xu Zhihao as an executive Director.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
2(a)(ii).	To re-elect Mr. Xu Bing as an executive Director.	10,606,846,875 (99.9991%)	95,901 (0.0009%)	10,606,942,776
2(a)(iii).	To re-elect Mr. Chen Shengjie as an executive Director.	10,606,846,875 (99.9991%)	95,901 (0.0009%)	10,606,942,776
2(a)(iv).	To re-elect Ms. Gu Wenting as an executive Director.	10,606,846,875 (99.9991%)	95,901 (0.0009%)	10,606,942,776
2(a)(v).	To elect Mr. Huang Yongzhong as an independent non-executive Director.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
2(a)(vi).	To elect Mr. Wang Baogang as an independent non-executive Director.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
2(a)(vii).	To elect Dr. Wang Jiwei as an independent non-executive Director.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
2(b).	To authorise the board of Directors to fix the Directors' remuneration.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
3.	To re-appoint BDO Limited as the auditors of the Company and to authorise the board of Directors to fix their remuneration.	10,606,846,875 (99.9991%)	95,901 (0.0009%)	10,606,942,776

Ordinary Resolutions		Number of votes cast and (approximate percentage of total number of votes cast)		Total Number of votes cast
		For	Against	
4(A).	To grant an issue mandate authorising the Directors to allot and issue new shares not exceeding 20% of the total number of issued shares of the Company.	10,606,846,675 (99.9991%)	96,101 (0.0009%)	10,606,942,776
4(B).	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares.	10,606,942,776 (100%)	0 (0%)	10,606,942,776
4(C).	To extend the issue mandate granted to the Directors to issue shares by the number of shares repurchased.	10,606,846,675 (99.9991%)	96,101 (0.0009%)	10,606,942,776

As more than 50% of the votes were cast in favour of the resolutions numbered 1 to 4(C), the resolutions numbered 1 to 4(C) were duly passed as ordinary resolutions of the Company.

*Notes:*

1. Please refer to the Notice for full text of the resolutions.
2. As at the date of the AGM, the total number of issued ordinary shares of the Company was 14,554,533,606 shares, the holders of which were entitled to attend and vote for or against the resolutions.
3. The number of shares entitling the shareholders to attend and abstain from voting in favour as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”): Nil.
4. The number of shares of shareholders that are required under the GEM Listing Rules to abstain from voting: Nil.
5. Mr. Xu Zhihao, Mr. Xu Bing, Mr. Chen Shengjie and Ms. Gu Wenting being the executive Directors and Mr. Chan Chun Wai, Tony, Mr. Ma Gang and Mr. Ha Chun, being the independent non-executive Directors, attended the AGM. Mr. Yan Weimin, being the non-executive Director, was unable to attend the AGM due to his other business commitments.

## **(2) RETIREMENT OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS**

As stated in the Circular, Mr. Yan Weimin (“**Mr. Yan**”), Mr. Chan Chun Wai, Tony, (“**Mr. Tony Chan**”), Mr. Ma Gang (“**Mr. Ma**”) and Mr. Ha Chun (“**Mr. Ha**”) would not offer themselves for re-election at the AGM as they would like to devote more time to pursue their own personal commitments. In respect to Mr. Tony Chan, Mr. Ma and Mr. Ha, their decisions are also in line with good governance practice as all of them have served as independent non-executive Directors for more than nine years. Accordingly, with effect from the conclusion of the AGM, Mr. Yan retired as a non-executive Director and Mr. Tony Chan, Mr. Ma and Mr. Ha each retired as an independent non-executive Director.

Each of Mr. Yan, Mr. Tony Chan, Mr. Ma and Mr. Ha has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders and The Stock Exchange of Hong Kong Limited.

The Board would like to express its most sincere gratitude to Mr. Yan, Mr. Tony Chan, Mr. Ma and Mr. Ha for their valuable contributions to the Company during their tenure of service.

## **(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board is also pleased to announce that each of Mr. Huang Yongzhong (“**Mr. Huang**”), Mr. Wang Baogang (“**Mr. Wang**”) and Dr. Wang Jiwei (“**Dr. Wang**”) has been appointed as an independent non-executive Director with effect from the conclusion of the AGM on 23 June 2025.

The biographical details of Mr. Huang are set out below:

Mr. Huang Yongzhong (黃永忠先生), aged 56, has been a veteran in the field of private equity and he has experiences in a number of internationally renowned investment institutions. Mr. Huang was the member of investment banking’s merger and acquisition team of Schrodgers from July 1995 to January 2000. After his departure from Schrodgers, Mr. Huang served as the Chief Representative in Shanghai of Merrill Lynch between March 2000 and October 2001, in which he was mainly responsible for the investment banking business in East Asia. Mr. Huang joined AIG Global Investment Group (“**AIG**”) as the Chief Representative in Shanghai from November 2001 to October 2004, in which Mr. Huang was mainly responsible for the private equity investment businesses of AIG and the establishment of AIG’s first office in China. Mr. Huang currently serves as the founder of Juntong Investment Management

(HK) Co., Ltd (君同資本管理(香港)有限公司) (“**Juntong**”), which is a private equity investment institution established in 2014, headquartered in Shanghai and Hong Kong. Before the establishment of Juntong, Mr. Huang also served as one of the Global Partners of Pantheon Ventures between December 2004 and June 2014, an international fund of funds institution, in which Mr. Huang was mainly responsible for the equity investments and transactions in the Asia-Pacific region.

Mr. Huang obtained his bachelor degree in finance from Shanghai University of Finance and Economics (上海財經大學) in July 1991 and completed his EMBA Programme of PBC School of Finance, Tsinghua University (清華大學五道口金融學院) in January 2018.

As at the date of this announcement, Mr. Huang does not have any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong, the “**SFO**”)) of the Company. Mr. Huang had entered into a letter of appointment with the Company in relation to his proposed appointment as an independent non-executive Director for a term of three years commencing from the date of the AGM subject to the passing of the resolution for Mr. Huang’s appointment at the AGM. The appointment may be terminated by either any party with three months prior written notice. According to the letter of appointment, Mr. Huang is entitled to receive a salary of HK\$15,000 per month from the Company. His emoluments is determined from time to time by the Board with reference to his duties, experiences and responsibilities with the Company and the prevailing market condition. Save as disclosed above, Mr. Huang does not (i) hold other positions with the Company and other members of the Group; (ii) have any directorship in any public listed companies of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) have other major appointments and professional qualifications; (iv) have any relationship with any Directors, senior management or substantial or Controlling shareholders of the Company; and (v) have any interests in the Shares within the meaning of Part XV of the SFO.

Mr. Huang has confirmed that (i) he met the independence criteria as set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there are no other matters concerning Mr. Huang that need to be brought to the attention of the shareholders of the Company nor is there any information relating to Mr. Huang that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules.

The biographical details of Mr. Wang are set out below:

Mr. Wang Baogang (王寶剛先生), aged 54, is a seasoned executive with extensive cross-industry experiences, having successfully adapted his skills to diverse sectors. Mr. Wang served as a General Manager at the Tianjin Economic-Technological Development Area Labor Services Corporation (天津開發區勞動服務總公司) from July 1992 to April 2002. He then worked as the Deputy General Manager in Tianjin Yuantian Breeding Co., Ltd. (天津市原田養殖有限公司) and as the General Manager of Tianjin Sunshine Xindi Investment Co., Ltd. (天津陽光鑫地投資有限公司), respectively, between May 2002 and October 2007. Mr. Wang was the Vice President and President of Northern Region of Shanghai Industrial Development Co., Ltd., a company which is listed on the Shanghai Stock Exchange (stock code: 600748.SH) from November 2007 to December 2010. Mr. Wang then joined Tianjin East Coast Construction Co., Ltd. (天津東岸建設有限公司) as the General Manager from January 2011 to December 2023. He also served a financial services company, Tianjin Yuwei Investment Co., Ltd. (天津昱煒投資有限公司), as the Chairman in January 2011 where he still remains. Mr. Wang is also a director of China Pacific Merchants Limited (維昌洋行有限公司) since June 2019 where he remains. Mr. Wang was appointed as the Deputy General Manager of Beijing Jinpeng Tianhang Freight Forwarding Co., Ltd. (北京金鵬天航貨運代理有限公司) and the representative of Xchange Logistics Corporation in China since July 2022. In October 2023, Mr. Wang was one of the founding partners who established the Hefei Xinkaihu Venture Capital Partnership (Limited Partnership) (合肥新開湖創業投資合夥企業(有限合夥)) where he still remains.

Mr. Wang obtained his bachelor degree in economics from Nankai University (南開大學) in July 1992 and completed the EMBA Programme of Cheung Kong Graduate School of Business (長江商學院) in September 2018.

As at the date of this announcement, Mr. Wang does not have any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the SFO) of the Company. Mr. Wang had entered into a letter of appointment with the Company in relation to his proposed appointment as an independent non-executive Director for a term of three years commencing from the date of the AGM subject to the passing of the resolution for Mr. Wang's appointment at the AGM. The appointment may be terminated by either any party with three months prior written notice.

According to the letter of appointment, Mr. Wang is entitled to receive a salary of HK\$15,000 per month from the Company. His emoluments is determined from time to time by the Board with reference to his duties, experiences and responsibilities with the Company and the prevailing market condition.

Save as disclosed above, Mr. Wang does not (i) hold other positions with the Company and other members of the Group; (ii) have any directorship in any public listed companies of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) have other major appointments and professional qualifications; (iv) have any relationship with any Directors, senior management or substantial or Controlling shareholders of the Company; and (v) have any interests in the Shares within the meaning of Part XV of the SFO.

Mr. Wang has confirmed that (i) he met the independence criteria as set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there are no other matters concerning Mr. Wang that need to be brought to the attention of the shareholders of the Company nor is there any information relating to Mr. Wang that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules.

The biographical details of Dr. Wang are set out below:

Dr. Wang Jiwei (王紀偉博士), aged 49, obtained his bachelor degree in economics from Xi'an Jiaotong University (西安交通大學) in July 1998 and completed his doctoral degree in accounting from Hong Kong University of Science and Technology in November 2003. Dr. Wang is also a Fellow of CPA Australia.

Following the completion of his doctoral degree, Dr. Wang joined Singapore Management University (“SMU”) in July 2003 as an assistant professor of accounting and currently serves as an associate professor of accounting. Dr. Wang is also responsible as the programme director of Master of Professional Accounting programme and Master of Science in Accounting (Data & Analytics) programme at SMU. Meanwhile, Dr. Wang has been serving as an independent director of Zhejiang Qianjiang Motorcycle Co., Ltd, a company which is listed on the Shenzhen Stock Exchange (stock code: 000913.SZ), since May 2024 and an independent director of Farasis Energy (Gan Zhou) Co., Ltd., a company which is listed on the Shanghai Stock

Exchange STAR Market (stock code: 688567.SS), since June 2022. Dr Wang was awarded with The Public Administration Medal (Bronze) by the President of the Republic of Singapore in 2022.

As at the date of this announcement, Dr. Wang does not have any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the SFO) of the Company. Dr. Wang had entered into a letter of appointment with the Company in relation to his proposed appointment as an independent non-executive Director for a term of three years commencing from the date of the AGM subject to the passing of the resolution for Dr. Wang's appointment at the AGM. The appointment may be terminated by either any party with three months prior written notice. According to the letter of appointment, Dr. Wang is entitled to receive a salary of HK\$15,000 per month from the Company. His emoluments are determined from time to time by the Board with reference to his duties, experiences and responsibilities with the Company and the prevailing market condition.

Save as disclosed above, Dr. Wang does not (i) hold other positions with the Company and other members of the Group; (ii) have any directorship in any public listed companies of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) have other major appointments and professional qualifications; (iv) have any relationship with any Directors, senior management or substantial or Controlling shareholders of the Company; and (v) have any interests in the Shares within the meaning of Part XV of the SFO.

Dr. Wang has confirmed that (i) he met the independence criteria as set out in Rule 5.09(1) to (8) of the GEM Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there are no other matters concerning Dr. Wang that need to be brought to the attention of the shareholders of the Company nor is there any information relating to Dr. Wang that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules.

The Board takes this opportunity to extend a warm welcome to Mr. Huang, Mr. Wang and Dr. Wang for joining the Board.

#### **(4) CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

Following their retirement, (i) Mr. Tony Chan ceased to be the chairman of the audit committee and a member of each of the nomination committee and remuneration committee; (ii) Mr. Ma ceased to be a member of each of the audit committee, nomination committee and remuneration committee; and (iii) Mr. Ha ceased to be the chairman of the remuneration committee and a member of each of the audit committee and nomination committee.

The Board announces that, with effect from the conclusion of the AGM on 23 June 2025,

- (i) Ms. Gu Wenting has been appointed as a member of the nomination committee and ceased to be a member of the remuneration committee;
- (ii) Mr. Xu Bing has been appointed as a member of the remuneration committee and ceased to be a member of the nomination committee;
- (iii) Mr. Huang has been appointed as the chairman of the remuneration committee and a member of each of the audit committee and nomination committee;
- (iv) Mr. Wang has been appointed as a member of each of the audit committee, nomination committee and remuneration committee; and
- (v) Dr. Wang has been appointed as the chairman of the audit committee and a member of each of the nomination committee and remuneration committee.

After the aforesaid changes and as at the date of this announcement, the Directors are as follows:

##### **Executive Directors:**

Mr. XU Zhihao (*Chairman and Chief Executive Officer*)

Mr. XU Bing

Mr. CHEN Shengjie

Ms. GU Wenting

##### **Independent Non-Executive Directors:**

Mr. HUANG Yongzhong

Mr. WANG Baogang

Dr. WANG Jiwei

By Order of the Board  
**Honbridge Holdings Limited**  
**LI Yat Ming**  
*Company Secretary*

Hong Kong, 23 June 2025

*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.*

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