

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CONVOY GLOBAL HOLDINGS LIMITED

康宏環球控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1019)

POLL RESULTS OF THE ADJOURNED EXTRAORDINARY GENERAL MEETING HELD ON 7 JANUARY 2021

Reference is made to the notice of the adjourned extraordinary general meeting (the “**Adjourned EGM Notice**”) of the Company dated 24 December 2020, the circular of the Company dated 18 October 2020 (the “**Circular**”) and the notice of the extraordinary general meeting of the Company dated 18 October 2020 (the “**Notice of the 26 November 2020 EGM**”).

Unless the context requires otherwise, terms used in this adjourned extraordinary general meeting (“**EGM**”) shall have the same meanings as defined in the Adjourned EGM Notice, the Circular and the Notice of the 26 November 2020 EGM.

Ms. Wong Suet Fai was chosen as the chairman of the EGM (the “**Chairman**”) pursuant to the Company’s articles of association (the “**Company’s Articles**”).

POLL RESULTS OF THE ADJOURNED EGM

As at the date of the EGM, there were 14,938,896,000 Shares in issue.

At the EGM, an objection was raised by a shareholder regarding the qualification of Mr. Kwok Hiu Kwan (“**Mr. Kwok**”), Mr. Chen Pei Xiong (“**Mr. Chen**”) and Madam Wang Pengying (“**Madam Wang**”) that all their shares (whether held by themselves or their nominees) shall not be counted at the EGM.

Following consultation with the Chairman’s advisers and based on the information known to the Chairman and after hearing the views from persons who spoke at the EGM, the Chairman declared that she would exercise her right pursuant to Article 74 of the Company’s Articles and declared that for the resolutions to be passed in the EGM, the voting rights directly or indirectly held by Mr. Kwok, Mr. Chen and Madam Wang (other than 2,000 Shares acquired by Mr. Kwok on 7 August 2020) would not qualify for voting at the EGM.

Based on the information known to the Company, a total of 4,808,758,800 Shares have been positively identified as being directly or indirectly held by Mr. Kwok, Mr. Chen and Madam Wang and which were subject to the exclusion. Accordingly, the voting rights in respect of these Shares have been excluded from this EGM.

The Company is unable to determine if there were other Shares held by Shareholders in the meeting which were indirectly held for Mr. Kwok, Mr. Chen and Madam Wang. As the exclusion (or inclusion) of other Shares indirectly held for Mr. Kwok, Mr. Chen and Madam Wang would not affect the outcome of the resolutions put to the EGM, the Company decided not to delay the publication of the results of the EGM to make further enquiries. Hence, these Shares have not been excluded.

At the EGM, HKSCC Nominees Limited voted in respect of 6,615,552,136 Shares. Of these Shares, the Company strongly believed that 1,085,280,000 Shares were beneficially owned by Mr. Chen. However, given the time-constraints, the Company was unable to categorically ascertain this. Hence, solely for the purposes of not delaying the announcement of the poll results, the Company has not excluded 1,085,280,000 Shares from the 6,615,552,136 Shares voted by HKSCC. The exclusion (or inclusion) of these 1,085,280,000 Shares would not affect the outcome of the Resolutions put to the EGM.

As such, the total number of Shares that the Shareholders had attended and voted for or against the proposed resolutions at the EGM was 8,187,233,487 Shares (without deducting those Shares indirectly held for Mr. Kwok, Mr. Chen and Madam Wang which were unknown to the Company solely for the reason of expedient publication of the poll results of the EGM but without prejudice to the Chairman's decision at the EGM that these Shares would not be counted).

Save as set out above, there was no restriction on any Shareholder to cast votes on the proposed resolutions as set out in the Adjourned EGM Notice and no Shareholder was required to abstain from voting on the same.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the EGM.

The Chairman reported that pursuant to Article 85(b) of the Company's Articles, no person, other than a retiring Director, shall be eligible for election to the office of Director at any general meeting unless:

"...such person is nominated by notice in writing by a shareholder (other than the person to be proposed) entitled to attend and vote at the meeting. The notice of nomination shall be accompanied by a notice signed by that person indicating his willingness to be elected to the office of Director and shall be lodged at the head office or at the Registration Office within the seven (7) day period commencing from the day after the despatch of the notice of the meeting (or such other period, being a period of not less than seven (7) days, commencing no earlier than the day after the despatch of the notice of the general meeting appointed for such election and ending no later than seven (7) days prior to the date of such meeting, as may be determined by the Directors from time to time)."

As no notice required under Article 85(b) of the Company's Articles has been received by the Company from the persons proposed as Directors in Resolutions 13 to 18 (both inclusive), the nominations were defective and invalid. Therefore, Resolutions 13 to 18 (both inclusive) were invalid pursuant to Article 85(b). Accordingly, the Chairman declared that Resolutions 13 to 18 (both inclusive) would not be put to vote at the EGM.

Full text of the resolutions is set out in the Notice of the 26 November 2020 EGM. The poll results in respect of the resolutions proposed at the EGM are as follows:

Ordinary Resolutions		Number of votes (Approximate %)		Total number of votes
		For	Against	
1.	THAT Mr. Johnny Chen be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,877,996 (40.92%) <i>(note 1)</i>	4,837,355,491 (59.08%) <i>(note 1)</i>	8,187,233,487
2.	THAT Mr. Ng Wing Fai be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,413,220,407 (41.69%) <i>(note 1)</i>	4,774,013,080 (58.31%) <i>(note 1)</i>	8,187,233,487
3.	THAT Ms. Chan Lai Yee be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	8,156,890,587 (99.63%) <i>(note 1)</i>	30,342,900 (0.37%) <i>(note 1)</i>	8,187,233,487
4.	THAT Mr. Yap E Hock be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,877,996 (40.92%) <i>(note 1)</i>	4,837,355,491 (59.08%) <i>(note 1)</i>	8,187,233,487

Ordinary Resolutions		Number of votes (Approximate %)		Total number of votes
		For	Against	
5.	THAT Mr. Shin Kin Man be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,877,996 (40.92%) <i>(note 1)</i>	4,837,355,491 (59.08%) <i>(note 1)</i>	8,187,233,487
6.	THAT Mr. Chen Shih-pin be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,877,996 (40.92%) <i>(note 1)</i>	4,837,355,491 (59.08%) <i>(note 1)</i>	8,187,233,487
7.	THAT Mr. Pun Tit Shan be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,412,992,407 (41.69%) <i>(note 1)</i>	4,774,241,080 (58.31%) <i>(note 1)</i>	8,187,233,487
8.	THAT Mrs. Fu Kwong Wing Ting, Francine be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,649,996 (40.91%) <i>(note 1)</i>	4,837,583,491 (59.09%) <i>(note 1)</i>	8,187,233,487

Ordinary Resolutions		Number of votes (Approximate %)		Total number of votes
		For	Against	
9.	THAT Mr. Pak Wai Keung, Martin be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,649,996 (40.91%) <i>(note 1)</i>	4,837,583,491 (59.09%) <i>(note 1)</i>	8,187,233,487
10.	THAT Mr. Yan Tat Wah be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	3,349,649,996 (40.91%) <i>(note 1)</i>	4,837,583,491 (59.09%) <i>(note 1)</i>	8,187,233,487
11.	THAT Ms. Fong Sut Sam be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	N/A <i>(note 2)</i>	N/A <i>(note 2)</i>	
12.	THAT Mr. Wong Lee Man be and is hereby removed as a director of the Company pursuant to article 83(5) of the articles of association of the Company with immediate effect upon passing of this resolution.	8,156,662,587 (99.63%) <i>(note 1)</i>	30,570,900 (0.37%) <i>(note 1)</i>	8,187,233,487

Ordinary Resolutions		Number of votes (Approximate %)		Total number of votes
		For	Against	
13.	THAT Professor Frederick Ma Si-Hang be and is hereby appointed as a director of the Company pursuant to article 83(6) of the articles of association of the Company to fill the vacancy created by the above resolution (1) with immediate effect upon passing of this resolution.	N/A (Note 3)	N/A (Note 3)	
14.	THAT Mr. Shek Lai Him Abraham be and is hereby appointed as a director of the Company pursuant to article 83(6) of the articles of association of the Company to fill the vacancy created by the above resolution (2) with immediate effect upon passing of this resolution.	N/A (Note 3)	N/A (Note 3)	
15.	THAT Mr. Kwok Hiu Kwan be and is hereby appointed as a director of the Company pursuant to article 83(6) of the articles of association of the Company to fill the vacancy created by the above resolution (3) with immediate effect upon passing of this resolution.	N/A (Note 3)	N/A (Note 3)	
16.	THAT Dr. Tam Lai Ling be and is hereby appointed as a director of the Company pursuant to article 83(6) of the articles of association of the Company to fill the vacancy created by the above resolution (4) with immediate effect upon passing of this resolution.	N/A (Note 3)	N/A (Note 3)	
17.	THAT Mr. Habibullah Abdul Rahman be and is hereby appointed as a director of the Company pursuant to article 83(6) of the articles of association of the Company to fill the vacancy created by the above resolution (5) with immediate effect upon passing of this resolution.	N/A (Note 3)	N/A (Note 3)	

Ordinary Resolutions		Number of votes (Approximate %)		Total number of votes
		For	Against	
18.	THAT Mr. Terence Shu-Yuen Cheng be and is hereby appointed as a director of the Company pursuant to article 83(6) of the articles of association of the Company to fill the vacancy created by the above resolution (6) with immediate effect upon passing of this resolution.	N/A (Note 3)	N/A (Note 3)	

Notes:

- Based on the information available to the Company, a total of 4,808,758,800 Shares were positively identified as being directly or indirectly held by Mr. Kwok, Mr. Chen and Madam. Wang as being subject to the exclusion. Accordingly, the voting rights in respect of these Shares were excluded from the EGM for reasons set out above. The Company was unable to determine if there were other Shares held by Shareholders (or their proxies) in the meeting which were indirectly held for Mr. Kwok, Mr. Chen and Madam Wang. The Shares held by such Shareholders (if any) have not been excluded solely for the reason of expedient publication of the poll results of the EGM but without prejudice to the Chairman's decision at the EGM that these Shares would not be counted. Similarly, at the EGM, HKSCC Nominees Limited voted in respect of 6,615,552,136 Shares. Of these Shares, the Company strongly believed that 1,085,280,000 Shares were beneficially owned by Mr. Chen. However, given the time-constraints, the Company was unable to categorically ascertain this. Hence, solely for the purposes of not delaying the announcement of the poll results, the Company has not excluded 1,085,280,000 Shares from the 6,615,552,136 Shares voted by HKSCC. The exclusion (or inclusion) of these 1,085,280,000 Shares would not affect the outcome of the Resolutions put to the EGM.

2. Reference is made to the announcement of the Company dated 25 November 2020. Ms. Fong Sut Sam has resigned as an executive Director with effect from 16 November 2020 and therefore Resolution No. 11 was not put to vote at the EGM.
3. Resolutions 13 to 18 (both inclusive) were not put to vote for reasons set out above.

As more than 50% of the votes were cast against the above Resolutions 1, 2, 4, 5, 6, 7, 8, 9 and 10, they were not passed as ordinary resolutions of the Company at the EGM. As more than 50% of the votes were cast in favour of Resolutions 3 and 12, they were passed as ordinary resolutions of the Company at the EGM.

By Order of the Board
CONVOY GLOBAL HOLDINGS LIMITED
Wong Suet Fai
Director and Chairman of the EGM

Hong Kong, 7 January 2021

As at the date of this announcement, the executive Directors are Mr. Ng Wing Fai, Mr. Yap E Hock, Mr. Shin Kin Man, Mr. Lee Jin Yi, Ms. Wong Suet Fai and Mr. Chung Kwok Wai, Kelvin; the non-executive Directors are Mr. Johnny Chen (Chairman) and Mr. Chen Shihpin; and the independent non-executive Directors are Mr. Pun Tit Shan, Mrs. Fu Kwong Wing Ting, Francine, Mr. Pak Wai Keung, Martin, Mr. Yan Tat Wah, Mr. Lam Kwok Cheong and Ms. Carrie Bernadette Ho.