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CIRTEK HOLDINGS LIMITED

常達控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1433)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 JUNE 2021

AND

(2) RETIREMENT OF DIRECTOR AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

AND

(3) NON-COMPLIANCE WITH AUDIT COMMITTEE AND REMUNERATION COMMITTEE REQUIREMENTS

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of Cirtek Holdings Limited (the “Company”) held on 18 June 2021, all the proposed resolutions as set out in the notice of the AGM of the Company dated 29 April 2021 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements, the report of the directors and the independent auditor’s report of the Company for the year ended 31 December 2020.	1,416,110,000 (100%)	0 (0%)
2.	To re-elect Mr. Lam Chor Ki Dick as an independent non-executive director of the Company.	1,416,110,000 (100%)	0 (0%)
3.	To re-elect Dr. Wong Chi Wing as an independent non-executive director of the Company.	0 (0%)	1,416,110,000 (100%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To authorise the board of directors of the Company to fix the respective directors' remuneration.	1,416,110,000 (100%)	0 (0%)
5.	To declare a final dividend of HK0.075 cents per ordinary share for the year ended 31 December 2020.	1,416,110,000 (100%)	0 (0%)
6.	To re-appoint Ernst & Young as the auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	1,416,110,000 (100%)	0 (0%)
7.	To grant a general and unconditional mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of the issued shares of the Company as at the date of the passing of this resolution.	1,416,110,000 (100%)	0 (0%)
8.	To grant a general and unconditional mandate to the directors of the Company to repurchase the shares not exceeding 10% of the total number of the issued shares of the Company as at the date of the passing of this resolution.	1,416,110,000 (100%)	0 (0%)
9.	To extend the general and unconditional mandate granted to the directors of the Company under resolution no. 7 above by an amount representing the number of the issued shares of the Company repurchased by the Company pursuant to the general mandate under resolution no. 8 above (up to a maximum number equivalent to 10% of the number of the issued shares of the Company as at the date of the passing of the said resolution no. 8).	1,416,110,000 (100%)	0 (0%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 2 and 4 to 9, such resolutions were duly passed as ordinary resolutions.

As less than 50% of the votes were cast in favour of the resolution numbered 3, such resolution was not passed as ordinary resolution.

- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,000,000,000 shares.
- (c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 2,000,000,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 29 April 2021 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF DIRECTOR AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

As indicated above, the resolution numbered 3 relating to the re-election of Dr. Wong Chi Wing (“**Dr. Wong**”) as independent non-executive Director was not passed at the AGM. Accordingly, Dr. Wong has retired as independent non-executive Director with effect from the conclusion of the AGM.

The Board is not aware of any disagreement with Dr. Wong or any matters relating to his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange.

Following the retirement of Dr. Wong as independent non-executive Director, Dr. Wong has ceased to be the chairman of the audit committee of the Company (the “**Audit Committee**”) and also has ceased to be the member of each of the remuneration committee of the Company (the “**Remuneration Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”).

NON-COMPLIANCE WITH AUDIT COMMITTEE AND REMUNERATION COMMITTEE REQUIREMENTS

Following the retirement of Dr. Wong, the number of independent non-executive Directors and the number of members of the Audit Committee fell below the minimum number required under Rule 3.10 (1) and Rule 3.21 of the Listing Rules respectively. In addition, each of the Remuneration Committee and Nomination Committee does not comprise a majority of independent non-executive Directors as required under Rule 3.25 of the Listing Rules and the code provision A.5.1 of the Corporate Governance Code contained in Appendix 14 of the Listing Rules respectively.

The Company will endeavour to identify suitable candidate(s) to fill up the abovementioned vacancies as soon as practicable as required under Rules 3.11, 3.23 and 3.27 of the Listing Rules, respectively.

Further announcement will be made by the Company upon fulfilment of such requirements.

The Board would like to extend its appreciation to Dr. Wong for his valuable contribution to the Company during his tenure of office.

By Order of the Board
Cirtek Holdings Limited
Chan Sing Ming Barry
Chairman and Executive Director

Hong Kong, 18 June 2021

As at the date of this announcement, the Board comprises Mr. Chan Sing Ming Barry, Ms. Law Miu Lan and Mr. Chan Tsz Fung being executive directors of the Company; and Mr. Lam Chor Ki Dick and Mr. Lee Tak Cheong being independent non-executive directors of the Company.