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## **K2 F&B HOLDINGS LIMITED**

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

**(Stock Code: 2108)**

### **(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 JUNE 2021 AND (2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of K2 F&B Holdings Limited (the “**Company**”) is pleased to announce that all of the proposed ordinary resolutions (the “**Resolutions**”) as set out in the notice of the annual general meeting of the Company dated 27 April 2021 (the “**AGM Notice**”) were duly passed by the holders (the “**Shareholders**”) of the Company’s shares (the “**Shares**”) by way of poll at the annual general meeting held on Tuesday, 29 June 2021 (the “**Annual General Meeting**”).

Reference is made to the Company’s circular dated 27 April 2021 (the “**Circular**”) and the AGM Notice in connection with the Annual General Meeting. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the Annual General Meeting, there were 800,000,000 issued Shares, entitling the Shareholders to attend and vote for or against the Resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Resolutions at the Annual General Meeting 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**”).

None of the Shareholders was required under the Listing Rules to abstain from voting on the Resolutions at the Annual General Meeting. None of Shareholders has stated in the Circular his/her/its intention to vote against or to abstain from voting on any of the Resolutions at the Annual General Meeting.

The Company's Hong Kong branch share registrar, Boardroom Share Registrars (HK) Limited, was appointed and acted as the scrutineer for the vote-taking at the Annual General Meeting. The poll results in respect of all the Resolutions put to the vote of the Annual General Meeting are set out as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and independent auditor of the Company for the year ended 31 December 2020.	600,080,000 100.00%	0 0.00%
2.	(a) To re-elect Ms. Leow Poh Hoon (Liao Baoyun) as an executive director of the Company.	600,080,000 100.00%	0 0.00%
	(b) To elect Mr. Ng Yong Hwee as an independent non-executive director of the Company.	600,080,000 100.00%	0 0.00%
3.	To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2021.	600,080,000 100.00%	0 0.00%
4.	To re-appoint Fan, Chan & Co. Limited as the independent auditors of the Company and to authorise the Board to fix their remuneration.	600,080,000 100.00%	0 0.00%
5.	To give a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing of this resolution.	600,080,000 100.00%	0 0.00%
6.	To give a general mandate to the Directors to issue, allot and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing of this resolution.	600,080,000 100.00%	0 0.00%
7.	To extend the general mandate granted to the directors to issue, allot and deal with additional Shares in the capital of the Company by the aggregate number of the Shares repurchased by the Company.	600,080,000 100.00%	0 0.00%

*Note:*

*The number of votes and the percentage of the total votes as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the Annual General Meeting in person, by authorised representative or by proxy.*

As more than 50% of votes were cast in favour of each of the Resolutions, all of them were duly passed as ordinary resolutions of the Company.

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND COMPOSITION OF BOARD COMMITTEES**

Mr. Lok Eu Tse Derek (“**Mr. Loh**”) retired as an independent non-executive Director with effect from the conclusion of the AGM due to his other work commitments. Accordingly, Mr. Loh ceased to be the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), the chairman of the internal control compliance committee of the Company (the “**Internal Control Compliance Committee**”), a member of the audit committee of the Company (the “**Audit Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) with effect from the conclusion of the AGM. Mr. Loh 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.

The Board is pleased to announce that Mr. Ng Yong Hwee (“**Mr. Ng**”) was elected as an independent non-executive Director with immediate effect by the Shareholders at the AGM. Mr. Ng was also appointed as the chairman of the Remuneration Committee, the chairman of the Internal Control Compliance Committee, a member of the Audit Committee and a member of the Nomination Committee with immediate effect.

The biography of Mr. Ng is set out in the Circular. Mr. Ng has confirmed that there are no other matters that need to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude to Mr. Loh for his invaluable contributions to the Company during his tenure of directorship and extend its warmest welcome to Mr. Ng.

By Order of the Board  
**K2 F&B Holdings Limited**  
**Chu Chee Keong (Zhu Zhiqiang)**  
*Chairman*

Singapore, 29 June 2021

*As at the date of this announcement, the Board comprises:*

*Executive Directors:*

Mr. Chu Chee Keong (Zhu Zhiqiang)  
Ms. Leow Poh Hoon (Liao Baoyun)  
Ms. Chu Pek Si (Zhu Peishi)

*Independent non-executive Directors:*

Mr. Wong Loke Tan  
Mr. Mah Seong Kung  
Mr. Ng Yong Hwee