

*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.*



## HUISHENG INTERNATIONAL HOLDINGS LIMITED

### 惠生國際控股有限公司

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

(Stock Code: 1340)

- (1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 JUNE 2022;
  - (2) RETIREMENT OF AN EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS;
  - (3) APPOINTMENT OF AUTHORISED REPRESENTATIVE;
  - (4) CHANGE OF COMPOSITION OF BOARD COMMITTEES;
- AND
- (5) NON-COMPLIANCE WITH LISTING RULES

Reference is made to the circular (“**Circular**”) of Huisheng International Holdings Limited (the “**Company**”) dated 27 May 2022 in respect of the annual general meeting (“**AGM**”) held on Thursday, 30 June 2022 at 4:00 p.m. at 16/F., Tower 5, The Gateway, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

### POLL RESULTS

The Board announces that all the proposed resolutions (the “**Resolutions**”) were duly passed by way of poll at the AGM held on 30 June 2022.

As at the date of the AGM, the total number of issued shares in the Company was 880,838,000 Shares, which was the total number of Shares entitling the holders to attend and vote on all the resolutions proposed at the AGM. There was no Share 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 Listing Rules, and there was no holder of Share that is required under the Listing Rules to abstain from voting at the AGM. There were no restrictions on any Shareholder to cast votes on any of the resolutions proposed at the AGM. No Shareholder had indicated in the Circular of his intention to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The poll results in respect of all the resolutions proposed at the AGM were as follows:

<b>RESOLUTIONS</b>		<b>Number of Shares represented by votes cast (and percentage of total number of Shares represented by votes cast)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries together with the reports of the directors and auditors of the Company thereon for the year ended 31 December 2021.	191,096,020 (100%)	0 (0%)
2.	(a) To re-elect Mr. Chan Chi Ching as an executive Director.	29,096,020 (15.23%)	162,000,000 (84.77%)
	(b) To re-elect Mr. Chan Hin Hang as an independent non-executive Director.	29,096,020 (15.23%)	162,000,000 (84.77%)
	(c) To re-elect Mr. Wong King Shiu, Daniel as an independent non-executive Director.	29,096,020 (15.23%)	162,000,000 (84.77%)
	(d) To authorise the board of directors to fix the remuneration of directors.	156,632,020 (81.97%)	34,464,000 (18.03%)
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and authorise the board of directors to fix their remuneration.	191,096,020 (100%)	0 (0%)
4.	To adopt ordinary resolution no. 4 as set out in the Notice (to give a general mandate to the directors to issue shares in the Company).	191,096,020 (100%)	0 (0%)
5.	To adopt ordinary resolution no. 5 as set out in the Notice (to give a general mandate to the directors to repurchase shares in the Company).	191,096,020 (100%)	0 (0%)
6.	To adopt ordinary resolution no. 6 as set out in the Notice (to extend the general mandate to the directors to issue shares in the Company).	191,096,020 (100%)	0 (0%)

*Note:* Full text of the resolutions is set out in the Notice of AGM.

As more than 50% of the votes were cast in favour of each of the proposed resolutions, all resolutions were duly passed as ordinary resolutions by way of poll at the AGM.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The attendance record of the Directors at the AGM is set out as follow:

- The executive Director, Chan Chi Ching and the independent non-executive Director, Mr. Wong Yuk Lun, Alan attended the AGM in person;
- The executive Director, Ms. Qin Yuanling and the independent non-executive Directors, Mr. Wong King Shiu, Daniel and Dr. Wang Guiping attended the AGM by telephone; and
- The independent non-executive Director, Mr. Chan Hin Hang absent the AGM due to other engagement.

## **RETIREMENT OF AN EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS**

As indicated above, the ordinary resolutions numbered 2(a), 2(b) and 2(c) were not passed at the AGM. Accordingly, the Board announces that, the following Directors have been retired with effect from the conclusion of the AGM:

Mr. Chan Chi Ching retired as an executive Director of the Company with effect from the conclusion of the AGM. Following his retirement, he would also cease to be the authorised representative of the Company (the “**Authorised Representative**”), the member of each of the remuneration committee (the “**Remuneration Committee**”), the nomination committee (the “**Nomination Committee**”) and the investment and treasury committee (the “**Investment and Treasury Committee**”) of the Company with effect from 30 June 2022.

Mr. Chan Hin Hang retired as an independent non-executive Director of the Company with effect from the conclusion of the AGM. Following his retirement, he would also cease to be the chairman of each of the audit committee (the “**Audit Committee**”) of the Company, the Nomination Committee and the Investment and Treasury Committee, and a member of the Remuneration Committee with effect from 30 June 2022.

Mr. Wong King Shiu, Daniel retired as an independent non-executive Director of the Company with effect from the conclusion of the AGM. Following his retirement, he would also cease to be the chairman of the Remuneration Committee and the member of each of the Audit Committee and the Nomination Committee with effect from 30 June 2022.

The Board is not aware of any disagreement with Mr. Chan Chi Ching, Mr. Chan Hin Hang or Mr. Wong King Shiu, Daniel and any matters relating to their retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to thank Mr. Chan Chi Ching, Mr. Chan Hin Hang and Mr. Wong King Shiu, Daniel for their contributions to the Board and the Company during their tenure of office.

## **APPOINTMENT OF AUTHORISED REPRESENTATIVE**

The Board announces that Ms. Qin Yuanling, currently an executive Director, will be appointed as an Authorised Representative with effect from 30 June 2022.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board further announces that Ms. Qin Yuanling, currently an executive Director, will be appointed as a member of each of the Nomination Committee, Remuneration Committee and Investment and Treasury Committee with effect from 30 June 2022.

Dr. Wang Guiping, currently an independent non-executive Director, will be appointed as a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Investment and Treasury Committee with effect from 30 June 2022.

Mr. Wong Yuk Lun, Alan, currently an independent non-executive Director, a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Investment and Treasury Committee, will be appointed as the chairman of each of the Audit Committee, Remuneration Committee, Nomination Committee and Investment and Treasury Committee with effect from 30 June 2022.

## **NON-COMPLIANCE WITH LISTING RULES**

Rule 3.10(1) of the Listing Rules provides that the board of directors of a listed issuer must include at least three independent non-executive directors. Rule 3.21 of the Listing Rules provides that the audit committee shall comprise at least three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules and the audit committee must be chaired by an independent non-executive director.

Following the retirements of Mr. Chan Hin Hang and Mr. Wong King Shiu Daniel, the Company has failed to comply with the requirements as set out in Rules 3.10(1) and 3.21 of the Listing Rules.

In order to ensure compliance with the Listing Rules, the Company will make its best endeavour to identify suitable candidate to fill the casual vacancy of the Board and appoint appropriate person to the Audit Committee. Further announcement will be made in this regard as and when appropriate in accordance with the requirements of the Listing Rules.

By order of the Board  
**Huisheng International Holdings Limited**  
**Qin Yuanling**  
*Executive Director*

Hong Kong, 30 June 2022

*As at the date of this announcement, the Board comprises three Directors, of which Ms. Qin Yuanling is executive Director; and Dr. Wang Guiping and Mr. Wong Yuk Lun, Alan are independent non-executive Directors.*