

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.



WINSON HOLDINGS HONG KONG LIMITED

永順控股香港有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6812)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 2 AUGUST 2022; AND
AMENDMENTS TO MEMORANDUM AND ARTICLES OF
ASSOCIATION**

The Board is pleased to announce that all resolutions proposed at the AGM held on 2 August 2022 were duly passed by the Shareholders by way of poll.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) of Winson Holdings Hong Kong Limited (the “**Company**”) dated 4 July 2022 setting out, inter alia, the notice of annual general meeting (the “**Annual General Meeting**”) of the Company held on 2 August 2022 (the “**Notice of Annual General Meeting**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all resolutions proposed at the Annual General Meeting, as set out in the Notice of Annual General Meeting, were duly passed by the Shareholders by way of poll.

Tricor Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed and acted as the scrutineer for the purpose of vote-taking at the Annual General Meeting. All Directors attended the Annual General Meeting.

The poll results of the Annual General Meeting are as follows:

Ordinary Resolutions*		Number of Shares voted (%)	
		For	Against
1	To receive and adopt the audited consolidated financial statements and the reports of the Directors and the auditor of the Company for the year ended 31 March 2022.	431,510,100 (100%)	0 (0%)
2	To declare a final dividend of HK1.473 cents per Share for the year ended 31 March 2022.	431,510,100 (100%)	0 (0%)
3	(a) To re-elect Mr. Sze Wai Lun as a Director.	431,510,100 (100%)	0 (0%)
	(b) To re-elect Mr. Yuen Ching Bor Stephen as a Director.	431,510,100 (100%)	0 (0%)
	(c) To re-elect Mr. Chung Koon Yan as a Director.	431,510,100 (100%)	0 (0%)
	(d) To authorise the Board to fix the remuneration of the Directors.	431,510,100 (100%)	0 (0%)
4	To re-appoint BDO Limited as the auditor of the Company and to authorise the Board to fix its remuneration.	431,510,100 (100%)	0 (0%)
5(A)	To grant a general mandate to the Directors to allot, issue and otherwise deal with the Shares.	431,510,100 (100%)	0 (0%)
5(B)	To grant a general mandate to the Directors to repurchase the Shares.	431,510,100 (100%)	0 (0%)
5(C)	To add the number of the Shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 5(A).	431,510,100 (100%)	0 (0%)

Special Resolution*		Number of Shares voted (%)	
		For	Against
6	To approve the adoption of the amended and restated memorandum and articles of association of the Company and to authorise any Director or officer of the Company to do all things necessary to implement the adoption of the amended and restated memorandum and articles of association of the Company.	431,510,100 (100%)	0 (0%)

** Full text of the above resolutions was set out in the Notice of Annual General Meeting*

As all of the votes were cast in favour of each of the resolutions numbered 1, 2, 3(a) to 3(d), 4 and 5(A) to 5(C) proposed at the Annual General Meeting, each of the above resolutions was duly passed as an ordinary resolution.

As all of the votes were cast in favour of the resolution numbered 6 proposed at the Annual General Meeting, the above resolution was duly passed as a special resolution.

As at the date of the Annual General Meeting, the total number of issued Shares was 600,000,000, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the Annual General Meeting. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the Annual General Meeting.

AMENDMENTS TO MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board is pleased to announce that pursuant to the resolution numbered 6 above, the New Memorandum and Articles of Association (incorporating the proposed amendments to the Memorandum and Articles) have been approved and adopted with immediate effect after the close of the Annual General Meeting. For the full text of the New Memorandum and Articles of Association, please refer to the websites of the Stock Exchange (<https://www.hkexnews.hk>) and the Company (<https://www.winsongroup.hk>). The New Memorandum and Articles of Association are prepared in the English language and the Chinese translation thereof is for reference only, and in case there are any inconsistencies between the English version and the Chinese version, the English version shall prevail.

By Order of the Board
Winson Holdings Hong Kong Limited
Ng Sing Mui
Chairperson and Executive Director

Hong Kong, 2 August 2022

As at the date of this announcement, the executive Directors are Madam Ng Sing Mui, Ms. Sze Tan Nei, Mr. Ang Ming Wah and Mr. Sze Wai Lun; and the independent non-executive Directors are Mr. Yuen Ching Bor Stephen, Mr. Chung Koon Yan and Mr. Chan Chun Sing.