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Kato (Hong Kong) Holdings Limited

嘉濤（香港）控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2189)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 8 AUGUST 2022;
RETIREMENT OF DIRECTORS;
APPOINTMENT OF DIRECTORS;
CHANGE IN COMPOSITION OF BOARD COMMITTEES ;
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND
ADOPTION OF NEW ARTICLES OF ASSOCIATION**

The Board is pleased to announce that all the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on 8 August 2022.

Reference is made to the circular (the “**Circular**”) and notice of annual general meeting (the “**AGM Notice**”) of Kato (Hong Kong) Holdings Limited (the “**Company**”) both dated 8 July 2022. Unless otherwise defined, capitalised terms used herein shall have the same meaning as in the Circular and AGM Notice.

VOTING RESULTS OF THE AGM HELD ON 8 AUGUST 2022

The Board is pleased to announce that at the AGM held on Monday, 8 August 2022, all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll.

The poll results in respect of all the Proposed Resolutions put to vote at the AGM are set out as follows:

Ordinary Resolutions		Number of Shares voted (Approximate %)	
		<i>Note</i>	
		For	Against
1.	To consider and adopt the audited consolidated financial statements and reports of the Directors and independent auditor of the Company for the year ended 31 March 2022.	625,007,400 (99.9999%)	500 (0.0001%)
2.	(a) To re-elect Ms. Ngai Ka Yee as an executive Director.	625,007,400 (99.9999%)	500 (0.0001%)
	(b) To re-elect Mr. Or Kevin as an independent non-executive Director.	625,007,400 (99.9999%)	500 (0.0001%)
	(c) To appoint Ms. Wu Wing Fong as an independent non-executive Director.	625,007,400 (99.9999%)	500 (0.0001%)
	(d) To appoint Ms. Lo Ning as an independent non-executive Director.	625,007,400 (99.9999%)	500 (0.0001%)
3.	To authorise the Board to fix the Directors' remuneration for the year ending 31 March 2023.	625,006,900 (99.9998%)	1,000 (0.0002%)
4.	To declare a final dividend of HK2.5 cents per share for the year ended 31 March 2022.	625,007,400 (99.9999%)	500 (0.0001%)
5.	To re-appoint PricewaterhouseCoopers as independent auditor of the Company and authorise the Board to fix its remuneration.	625,007,400 (99.9999%)	500 (0.0001%)
6.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of Shares in issue.*	625,005,400 (99.9996%)	2,500 (0.0004%)
7.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of Shares in issue.*	625,007,400 (99.9999%)	500 (0.0001%)
8.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares by addition of the number of Shares repurchased by the Company.*	625,004,900 (99.9995%)	3,000 (0.0005%)

Special Resolution		Number of Shares voted (Approximate %)	
		For	Against
9.	To approve the proposed amendments to the articles of association of the Company and adoption of new articles of association of the Company.*	625,007,400 (99.9999%)	500 (0.0001%)

* For the full text of the Proposed Resolutions, please refer to the AGM Notice.

Note: The number of votes and approximate percentage of voting Shares as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of the Proposed Resolutions numbered 1 to 8, these Proposed Resolutions were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the Proposed Resolution numbered 9, the Proposed Resolution was duly passed as special resolution of the Company.

As at the date of the AGM, the total number of issued Shares was 1,000,000,000 Shares which was the total number of Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the AGM. There was no restriction on any Shareholders to vote only against any of the Proposed Resolutions at the AGM. No Shareholder was entitled to attend the AGM but was required to abstain from voting in favour as set out in Rule 13.40 of the Listing Rules, nor was there any Shareholder who was required under the Listing Rules to abstain from voting.

Union Registrars Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

The following Directors, namely, Mr. Ngai Shi Shing Godfrey and Mr. Or Kevin attended the AGM in person. The following Directors, namely, Ms. Ngai Ka Yee and Mr. Wong Vinci attended the AGM via real-time communication facilities.

RETIREMENT OF DIRECTORS

Mr. Cheng Man Tak Richard (“**Mr. Cheng**”) and Ms. Chiu Lai Kuen Susanna (“**Ms. Chiu**”) have informed the Company that due to their other business engagements, which require more of their time and dedications, they shall retire at the AGM and would not seek for re-election.

Mr. Cheng and Ms. Chiu have therefore retired as Directors with effect from the conclusion of the AGM. Ms. Chiu is no longer the chairman of the audit committee of the Company (the “**Audit Committee**”) from the conclusion of the AGM. Mr. Cheng and Ms. Chiu have confirmed that they have no disagreement with the Board and there is no matter in relation to their retirement which need to be brought to the attention of the Stock Exchange or the Shareholders.

The Company would like to express its deepest gratitude to Mr. Cheng and Ms. Chiu for their valuable contributions during their tenure with the Company.

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that the elections of each of Ms. Wu Wing Fong (“**Ms. Wu**”) and Ms. Lo Ning (“**Ms. Lo**”) as an independent non-executive Director were duly approved by the Shareholders at the AGM.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that: (i) Mr. Or Kevin ceases to be chairman of the Nomination Committee and has been re-designated as the chairman of the Audit Committee and a member of the Nomination Committee; (ii) each of Ms. Wu and Ms. Lo has been appointed as a member of the Audit Committee; and (iii) Ms. Lo has been appointed as the chairlady of the Nomination Committee and a member of the Remuneration Committee, from the conclusion of the AGM.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ADOPTION OF NEW ARTICLES OF ASSOCIATION

The adoption of the New Articles of Association has been approved by the Shareholders by way of a special resolution at the AGM. The full text of the New Articles of Association will be published on the websites of the Company and the Stock Exchange.

By order of the Board
Kato (Hong Kong) Holdings Limited
Ngai Shi Shing, Godfrey
Chairman and Executive Director

Hong Kong, 8 August 2022

As at the date of this announcement, the executive Directors are Ms. Ngai Ka Yee and Mr. Ngai Shi Shing Godfrey; and the independent non-executive Directors are Mr. Or Kevin, Mr. Wong Vinci, Ms. Wu Wing Fong and Ms. Lo Ning.