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(incorporated in the Cayman Islands with limited liability)

(Stock code: 2663)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 16 JANUARY 2023

The board (the “**Board**”) of directors (the “**Directors**”) of KPa-BM Holdings Limited (the “**Company**”) hereby announces that at the extraordinary general meeting of the Company held on 16 January 2023 (the “**EGM**”), the proposed special resolution (the “**Resolution**”) as set out in the notice of EGM dated 23 December 2022 (the “**Notice**”) was duly passed by the Disinterested Shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the circular of the Company dated 23 December 2022 and the Notice.

As at the date of the EGM, the total number of issued shares of the Company was 600,000,000 shares (“**Shares**”), which was the total number of Shares entitling the Shareholders to attend and vote on the Resolution proposed at the EGM.

As at the date of the EGM, (i) Success Wing holds 369,000,000 Shares, representing approximately 61.50% of the issued share capital of the Company; (ii) Success Wing is owned as to approximately 33.01% by Mr. Yip, 33.01% by Mr. Wai, 23.33% by the Vendor, 7.90% by Mr. Liu and 2.75% by Mr. Chan; (iii) given that Success Wing is a private company which is beneficially held by the Success Wing Shareholders and given the longstanding relationship of Success Wing and the Success Wing Shareholders since listing of the Company, the Success Wing Shareholders are parties acting in concert; (iv) the Vendor, Mr. Wai and Mr. Yip are also parties acting in concert pursuant to the Concert Parties Confirmatory Deed; (v) Mr. Wai personally holds 31,850,000 Shares, representing approximately 5.30% of the issued share capital of the Company; and (vi) Mr. Yip personally holds 33,570,000 Shares, representing approximately 5.60% of the issued share capital of the Company. Save as aforesaid, neither the Vendor nor any parties acting in concert with it, nor Success Wing nor Mr. Yip nor Mr. Wai is interested in any voting rights or rights over the Shares. Since Success Wing and the Success Wing Shareholders are materially interested in the Share Buy-back Agreement, they abstained from voting at the EGM as required under the Share Buy-backs Code, the Takeovers Code and the Listing Rules.

Save as aforesaid, none of the Shareholders was required to abstain from voting on, or abstain from voting in favour of, the Resolution at the EGM.

Executive director Mr. Wai Yat Kin and independent non-executive Directors namely Ms. Lai Pik Chi, Peggy, Mr. Lam Chi Wai, Peter and Dr. Yeung Kit Ming attended the EGM in person. Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong was appointed as the scrutineer for the vote-taking at the EGM.

The poll result of the Resolution proposed at the EGM is as follow:

Special Resolution		Number of Votes (Percentage)		Total Number of Votes Cast
		For	Against	
(a)	to approve the share repurchase agreement dated 6 December 2022 (the “ Share Buy-back Agreement ”) entered into between Mr. Lui Bun Yuen Danny (the “ Vendor ”) and the Company in relation to the proposed buy-back (the “ Share Buy-back ”) of 43,070,000 ordinary shares of par value HK\$0.01 each (the “ Buy-back Shares ”) in the issued share capital of the Company by the Company from the Vendor at the proposed total consideration of HK\$10,543,536;			
(b)	to approve the Share Buy-back and the transactions contemplated under the Share Buy-back Agreement; and	28,730,000 (97.92%)	610,000 (2.08%)	29,340,000
(c)	to authorise the directors of the Company to do all such acts and things and execute all such documents which they consider necessary, desirable or expedient for the implementation of and giving effect to the Share Buy-back Agreement and the transactions contemplated thereunder (including but not limited to the cancellation of the Buy-back Shares).			

As not less than three-fourths of the Disinterested Shareholders of the votes cast in favour of the Resolution, the Resolution was duly passed as special resolution of the Company.

Further announcement will be made by the Company to update the Shareholders and the investors of the Company on the Share Buy-back as and when necessary.

By order of the Board
KPa-BM Holdings Limited
Yip Pak Hung
Executive Director

Hong Kong, 16 January 2023

As at the date of this announcement, the executive Directors are Mr. Yip Pak Hung (chairman of the Board) and Mr. Wai Yat Kin and independent non-executive Directors are Ms. Lai Pik Chi, Peggy, Mr. Lam Chi Wai, Peter and Dr. Yeung Kit Ming.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

* *For identification purpose only*