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VSTECS HOLDINGS LIMITED
偉仕佳杰控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 856)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 25 MAY 2023
AND
RETIREMENT OF DIRECTORS**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 25 May 2023 were duly passed as ordinary and special resolutions by way of poll.

The Board further announces that with effect from the close of the AGM, Mr. Cheung Wing Lee Isaiah and Mr. Li Yi retired at the AGM and did not offer themselves for re-election as directors of the Company.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of VSTECS Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) held on 25 May 2023, all the proposed resolutions as set out in the notice of the **AGM** dated 24 April 2023 were duly passed as ordinary and special resolutions by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditors of the Company for the year ended 31 December 2022.	900,977,444 (99.41%)	5,322,000 (0.59%)
2.	To declare a final dividend of HK17.0 cents per ordinary share for the year ended 31 December 2022.	906,299,444 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Ong Wei Hiam as director of the Company;	721,145,980 (79.57%)	185,153,463 (20.43%)
	(b) To re-elect Mr. Chan Hoi Chau as director of the Company;	745,686,249 (82.28%)	160,613,194 (17.72%)
	(c) To re-elect Mr. Zhang Dongjie as director of the Company; and	721,445,782 (79.60%)	184,853,662 (20.40%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
	(d) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	757,890,244 (83.62%)	148,409,200 (16.38%)
4.	To re-appoint KPMG as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	897,328,644 (99.01%)	8,970,800 (0.99%)
5A.	To grant a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregated nominal amount of the issued share capital of the Company;	675,896,045 (74.58%)	230,403,399 (25.42%)
5B.	To grant a general mandate to the directors of the Company to repurchase the shares of the Company not exceeding 10% of the aggregated nominal amount of the issued share capital of the Company; and	906,169,444 (99.99%)	130,000 (0.01%)
5C.	To extend the general mandate granted to the directors of the Company to issue and allot the shares repurchased by the Company under the mandate referred to item 5B above.	669,837,489 (73.91%)	236,461,955 (26.09%)
Special Resolution		For	Against
6.	To approve the amendments to the article of association of the Company as set out in resolution no. 6 of the notice of the AGM.	875,782,361 (96.63%)	30,517,082 (3.37%)

As at the date of the AGM, the total number of issued shares of the Company was 1,450,917,998 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and no shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM.

No parties have stated their intention in the circular to the shareholders dated 24 April 2023 containing the notice of the AGM to vote against or abstain from voting on any of the resolutions at the AGM.

Mr. Li Yue, Mr. Chan Hoi Chau and Mr. Li Wei attended the AGM.

The Company’s branch share registrar, Tricor Abacus Limited, acted as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF DIRECTORS

The Board announces that with effect from the close of the AGM, Mr. Cheung Wing Lee Isaiah (“Mr. Cheung”) retired at the AGM and did not offer himself for re-election as a non-executive director of the Company as he intended to devote more time to his other personal commitments. Mr. Cheung confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board further announces that with effect from the close of the AGM, Mr. Li Yi (“Mr. Li”) retired at the AGM and did not offer himself for re-election as an independent non-executive director of the Company as he intended to devote more time to his other personal commitments. Mr. Li also ceased to be a member of the audit committee, remuneration committee and nomination committee of the Company. Mr. Li confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Cheung and Mr. Li for their valuable contributions to the Company during their tenure of office.

By order of the Board
VSTECs Holdings Limited
Yue Cheuk Ying
Company Secretary

Hong Kong, 25 May 2023

As at the date hereof, the Board comprises Mr. Li Jialin, Mr. Ong Wei Hiam William, Mr. Li Yue, Mr. Chan Hoi Chau and Mr. Gu Sanjun as executive directors; Mr. Zhang Dongjie as non-executive director; and Mr. Li Wei, Mr. Lam Hin Chi and Mr. Wang Xiaolong as independent non-executive directors.