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BEST PACIFIC

Best Pacific International Holdings Limited

超盈國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2111)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON TUESDAY, 27 JUNE 2023

At the annual general meeting (the “AGM”) of Best Pacific International Holdings Limited (the “Company”) held on Tuesday, 27 June 2023, all the proposed resolutions as set out in the notice of the AGM dated 27 April 2023 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors of the Company and the Company’s auditors for the year ended 31 December 2022.	913,499,887 99.99%	68,500 0.01%
2.	To declare a final dividend of HK4.22 cents per share for the year ended 31 December 2022.	913,567,887 99.99%	500 0.01%
3(a).	To re-elect Mr. Zhang Haitao as an executive director of the Company.	913,551,887 99.99%	16,500 0.01%
3(b).	To re-elect Ms. Zheng Tingting as an executive director of the Company.	862,267,887 94.38%	51,300,500 5.62%
3(c).	To re-elect Mr. Lu Libin as an executive director of the Company.	913,567,887 99.99%	500 0.01%
3(d).	To authorise the board of directors of the Company (the “Board”) to fix the respective directors’ remuneration.	818,696,066 89.62%	94,872,321 10.38%
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the Board to fix their remuneration.	913,567,887 99.99%	500 0.01%
5.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	913,567,887 99.99%	500 0.01%

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To give 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 total number of issued shares of the Company as at the date of passing of this resolution.	812,528,566 88.94%	101,039,821 11.06%
7.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the share capital of the Company by the total number of the shares repurchased by the Company.	763,211,066 83.54%	150,357,321 16.46%
8.	<p>To consider and, if thought fit, pass with or without modifications the following resolution as ordinary resolution of the Company:</p> <p>“THAT:</p> <p>(a) To approve and adopt the rules of the share award scheme, a copy of which marked “A” is produced to the meeting and for the purpose of identification signed by the chairman of this meeting thereof (the “Share Award Scheme”), subject to and conditional upon the Listing Committee (the “Listing Committee”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) granting approval to the listing of and permission to deal in the ordinary shares of the Company (or such shares as shall result from a capitalization issue, rights issue, subdivision, consolidation, reclassification, reconstruction or reduction of share capital of the Company from time to time) (the “Share(s)”) to be issued pursuant to the vesting or exercise of any awards granted under the Share Award Scheme;</p> <p>(b) To authorise the board of directors of the Company to grant awards of Shares pursuant to the Share Award Scheme and to allot and issue Shares, direct and procure the professional trustee to be appointed by the Company to (i) assist with the administration, exercise and vesting of awarded Shares; and (ii) transfer Shares and otherwise deal with Shares granted pursuant to the Share Award Scheme as and when they vest or are exercised (as the case may be) and subject to the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”); and</p> <p>(c) To authorise the Board to modify and/or amend the Share Award Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the Share Award Scheme relating to modification and/or amendment and the requirements of the Listing Rules.”</p>	909,366,887 99.54%	4,201,500 0.46%

Ordinary Resolutions		Number of Votes (%)	
		For	Against
9.	<p>To consider and, if thought fit, pass with or without modifications the following resolution as ordinary resolution of the Company:</p> <p>“THAT:</p> <p>(a) To approve and adopt the rules of the share option scheme of the Company, a copy of which marked “B” is produced to the meeting and for the purpose of identification signed by the chairman of this meeting thereof (the “Share Option Scheme”), subject to and conditional upon the Listing Committee granting approval to the listing of and permission to deal in the Shares which may fall to be allotted and issued pursuant to the exercise of any options which may be granted under the Share Option Scheme;</p> <p>(b) To authorise the Board to administer the Share Option Scheme under which share options will be granted to the eligible participants (as defined in the Share Option Scheme) who are eligible under the Share Option Scheme to subscribe for Shares, including but not limited to determining and granting the share options in accordance with the terms of the Share Option Scheme and the requirement of the Listing Rules;</p> <p>(c) To authorise the Board to modify and/or amend the Share Option Scheme from time to time provided that such modification and/or amendment is effected in accordance with the provisions of the Share Option Scheme relating to modification and/or amendment and the requirements of the Listing Rules; and</p> <p>(d) Subject to paragraph (a) hereinabove, the existing share option scheme adopted by the Company on 8 May 2014 be and is hereby terminated (save with respect to any outstanding, issued and unexercised options thereof) with effect from the adoption of the Share Option Scheme.”</p>	<p>909,422,887 99.55%</p>	<p>4,145,500 0.45%</p>

Ordinary Resolutions		Number of Votes (%)	
		For	Against
10.	To consider and, if thought fit, pass with or without modifications the following resolution as ordinary resolution of the Company: “ THAT the aggregated number of Shares to be allotted and issued by the Company for the purpose of the Share Award Scheme and Share Option Scheme pursuant to the resolutions numbered 8 and 9 above, together with any issue of Shares upon exercise of all Awards and Options to be granted under the Share Award Scheme, the Share Option Scheme and any other share schemes of the Group, shall not in aggregate exceed 10% of the Shares in issue as at the date of passing of this resolution.”	909,366,887 99.54%	4,201,500 0.46%
Special Resolution		For	Against
11.	To approve the proposed amendments to existing amended and restated memorandum of association and articles of association of the Company and the adoption of the second amended and restated memorandum of association and the amended and restated articles of association of the Company.	907,486,887 99.33%	6,081,500 0.67%

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 10, resolutions numbered 1 to 10 were duly passed as ordinary resolutions.
- (b) As more than three-fourths of the votes were cast in favour of the resolution numbered 11, resolution numbered 11 was duly passed as a special resolution.
- (c) As at the date of the AGM, the total number of shares of the Company in issue was 1,039,808,000 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 1,039,808,000 shares.
- (e) There were no shares 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.
- (f) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (g) None of the shareholders of the Company have stated their intention in the Company's circular dated 27 April 2023 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) The following Directors attended the AGM: Mr. Lu Yuguang, Mr. Zhang Haitao, Mr. Wu Shaolun, Ms. Zheng Tingting, Mr. Chan Yiu Sing, Mr. Lu Libin, Mr. Cheung Yat Ming, Mr. Ding Baoshan and Mr. Kuo Dah Chih, Stanford.

By Order of the Board
**Best Pacific International Holdings
Limited**
Chan Yiu Sing
*Executive Director, Chief Financial Officer
and Company Secretary*

Hong Kong, 27 June 2023

As at the date of this announcement, the Board comprises Mr. Lu Yuguang, Mr. Zhang Haitao, Mr. Wu Shaolun, Ms. Zheng Tingting, Mr. Chan Yiu Sing, Mr. Lu Libin, Mr. Cheung Yat Ming, Mr. Ding Baoshan* and Mr. Kuo Dah Chih, Stanford*.*

* *Independent non-executive Director*