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WISDOM

WISDOM SPORTS GROUP

智美體育集團

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1661)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 28 JUNE 2023;
(2) RETIREMENT OF EXECUTIVE DIRECTOR; AND
(3) APPOINTMENT OF EXECUTIVE DIRECTOR**

POLL RESULTS OF THE AGM

At the annual general meeting (the “AGM”) of Wisdom Sports Group (the “Company”) held on 28 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 (Approximate Percentage of Total Number of Votes)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company and its subsidiaries for the year ended 31 December 2022.	728,600,000 (100.000000%)	0 (0.000000%)
2.	To re-elect the following retiring directors of the Company:		
	(a) Mr. Chen Zhijian as an independent non-executive director of the Company and to authorise the board of directors of the Company to fix his remuneration; and	728,600,000 (100.000000%)	0 (0.000000%)
	(b) Mr. Sheng Jie as an executive director of the Company and to authorise the board of directors of the Company to fix his remuneration.	728,600,000 (100.000000%)	0 (0.000000%)

Ordinary Resolutions		Number of Votes (Approximate Percentage of Total Number of Votes)	
		For	Against
3.	To appoint Dr. Shen Wei as an executive director of the Company and to authorise the board of directors of the Company to fix his remuneration.	728,600,000 (100.000000%)	0 (0.000000%)
4.	To re-appoint Elite Partners CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	728,600,000 (100.000000%)	0 (0.000000%)
5.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with additional shares not exceeding 20% of the total number of the issued shares of the Company as at the date of passing of this resolution.	728,550,000 (99.993138%)	50,000 (0.006862%)
6.	To grant a general mandate to the directors of the Company to buy back shares not exceeding 10% of the total number of the issued shares of the Company as at the date of passing of this resolution.	728,600,000 (100.000000%)	0 (0.000000%)
7.	To extend the general mandate granted to the directors of the Company to allot, issue and otherwise deal with additional shares of the Company by the aggregate number of the shares bought back by the Company.	728,550,000 (99.993138%)	50,000 (0.006862%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 1,592,942,000 shares.
- (c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 1,592,942,000 shares.
- (d) 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 “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company has stated their intention in the Company’s circular dated 27 April 2023 (the “**Circular**”) to vote against or to abstain from voting on any of the resolutions at the AGM.

- (g) The Company's share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) No shareholders of the Company voted but was excluded from calculating the AGM poll results.
- (i) All directors of the Company attended the AGM.

RETIREMENT OF EXECUTIVE DIRECTOR

As stated in the Circular, Mr. Song Hongfei (“**Mr. Song**”) did not offer himself for re-election due to his other business commitments and shall retire by rotation at the AGM. Accordingly, Mr. Song ceased to be an executive director and a member of the remuneration committee of the Company with effect from the conclusion of the AGM. Nonetheless, Mr. Song will remain as the president of the Company.

Mr. Song has confirmed that he has no claim against the Company and has no disagreement with the board of the Company. In addition, there are no matters required to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited in respect of his retirement.

The Board would like to express its sincere gratitude to Mr. Song for his valuable contribution to the Company during his tenure of office.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Dr. Shen Wei (“**Dr. Shen**”) has been appointed as an executive director and a member of the remuneration committee of the Company with effect from the conclusion of the AGM.

The biographical details of Dr. Shen are set out below:

Dr. Shen Wei (沈偉), aged 59, was previously appointed as an executive director of the Company on 16 May 2014 and was also appointed as the senior vice president of the Company on 7 April 2016. Before that, he was appointed as the vice president of the Company on 16 December 2013, and acted as the president of the Company from 24 March 2015 to 7 April 2016. He was mainly responsible for the management of the Company. Dr. Shen retired as an executive director of the Company with effect from 1 June 2017 and was appointed as the Company's chief financial officer with effect from 16 June 2017. Dr. Shen has worked in large state-owned enterprises for many years and has more than 29 years of experience in the automobile industry. He served as a deputy general manager of Dongfeng Yulong Automobile Company Limited* (東風裕隆汽車有限公司), general manager of Xiamen King Long United Automotive Industry Co., Ltd.* (廈門金龍聯合汽車工業有限公司), and general manager of King Long Rubber Limited of Xiamen Motor Co., Ltd.* (廈門汽車股份有限公司金龍橡膠有限公司).

Dr. Shen obtained his master's degree in management science and engineering from Xiamen University (廈門大學) and his doctorate's degree in management science and engineering from Huazhong University of Science and Technology (華中科技大學).

The Company has entered into a service agreement with Dr. Shen in relation to his appointment as an executive director of the Company for a term of three years commencing on 28 June 2023 and is subject to retirement by rotation and re-election in accordance with the Articles of Association the Company and the Listing Rules. Dr. Shen is entitled to receive a remuneration in the total sum of RMB180,000 plus HK\$612,000 per annum excluding discretionary bonuses, which is determined with reference to his duties and responsibilities within the Company and the performance and results of the Company.

Save as disclosed above, as at the date of this announcement, Dr. Shen does not (i) have any relationships with any directors, senior management or substantial or controlling shareholders of the Company; (ii) have, or is deemed to have any interests in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong); (iii) hold any directorships in listed public companies in Hong Kong or overseas in the last three years; and (iv) have any other information that needs to be disclosed pursuant to any of the requirements as set out in rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Dr. Shen for his new position in the Company.

By Order of the Board
Wisdom Sports Group
Ren Wen

Chairlady and Executive Director

Hong Kong, 28 June 2023

As at the date of this announcement, the executive directors of the Company are Ms. Ren Wen, Mr. Sheng Jie, Dr. Shen Wei and Ms. Hao Bin; and the independent non-executive directors of the Company are Mr. Chen Zhijian, Mr. Ip Kwok On Sammy and Mr. Jin Guoqiang.

* *For identification purpose only*