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Wan Kei Group Holdings Limited

宏基集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1718)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 NOVEMBER 2023

The Board is pleased to announce that the Resolution as set out in the EGM Notice was duly passed by way of poll at the EGM held on 20 November 2023.

References are made to the circular (the “**Circular**”) regarding the proposed Share Consolidation and the notice (the “**EGM Notice**”) convening the extraordinary general meeting (the “**EGM**”) held on 20 November 2023, both dated 30 October 2023 of Wan Kei Group Holdings Limited (the “**Company**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The Board announces that, at the EGM held at Boardroom 8, Lower Lobby, Renaissance Hong Kong Harbour View Hotel, 1 Harbour Road, Wan Chai, Hong Kong on Monday, 20 November 2023 at 2:30 p.m., the voting on the proposed ordinary resolution (the “**Resolution**”) as set out in the EGM Notice was taken by poll.

The Board is pleased to announce that the Resolution was duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the EGM. The poll results for the Resolution are as follows:

Ordinary Resolution		Number of Votes (%)		Total Votes
		For	Against	
1.	<p>That subject to and conditional upon the granting of approval by the Listing Committee of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) for the listing of, and permission to deal in, the issued and unissued shares of the Company consolidated in the manner as set out in paragraph (a) of this resolution below (the “Share Consolidation”):</p> <p>(a) with effect from the second business day immediately following the date on which this resolution is passed:</p> <p>(i) every ten (10) issued and unissued existing ordinary shares of HK\$0.01 each in the share capital of the Company (the “Existing Shares”) be consolidated into one (1) consolidated ordinary share of HK\$0.1 (the “Consolidated Share(s)”) so that following the Share Consolidation, the authorised share capital of the Company will be changed from HK\$20,000,000 divided into 2,000,000,000 Existing Shares with a par value of HK\$0.01 each to HK\$20,000,000 divided into 200,000,000 Consolidated Shares with a par value of HK\$0.1 each;</p> <p>(ii) all of the Consolidated Shares shall rank <i>pari passu</i> in all respects with each other in the same class and have the rights and privileges and be subject to the restrictions contained in the second amended and restated memorandum and articles of association of the Company; and</p>	276,779,600 (99.99%)	9,990 (0.01%)	276,789,590 (100%)

<p>(iii) all fractional Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued or given to holders of the same but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefits of the Company in such manner and on such terms as the directors of the Company (the “Director(s)”) may think fit; and</p> <p>(b) any one of the Directors be and is hereby authorised to do all such acts, deeds and things and to sign and execute all such documents, including under the seal of the Company (where applicable), on behalf of the Company, as he/she may, in his/her absolute discretion, consider necessary, desirable or expedient to implement and give effect to any or all of the foregoing.</p>	
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As more than 50% of the votes were cast in favor of the Resolution at the EGM, the Resolution was duly passed as an ordinary resolution of the Company.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the EGM.

Notes:

- (a) The total number of issued shares of the Company (the “**Shares**”) at the date of the EGM: 960,000,000 Shares of HK\$0.01 each. To the best of the Directors’ knowledge, information and belief after having made all reasonable enquiries, no Shareholder has a material interest in the Resolution and is required to abstain from voting on the Resolution at the EGM under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules: Nil.
- (c) The total number of Shares entitling the holders to attend and to vote for or against the Resolution at the EGM: 960,000,000 Shares.
- (d) Except for Mr. Zhang Yi, all directors of the Company attended the EGM either in person or by electronic means. Mr. Zhang Yi was unable to attend due to his other personal engagements.

- (e) The total number of Shares actually voted but excluded from calculating the poll results of the Resolution: Nil
- (f) No Shareholder has stated his/her/its intention in the Circular to vote against the Resolution or to abstain from voting at the EGM.

By order of the Board
WAN KEI GROUP HOLDINGS LIMITED
Yan Shuai
Chairman

Hong Kong, 20 November 2023

As at the date of this announcement, the executive Directors are Mr. Yan Shuai and Mr. Bai Huawei; the non-executive Directors are Mr. Zhang Zhenyi and Mr. Chui Kwong Kau; and the independent non-executive Directors are Mr. Lo Wa Kei Roy, Mr. Eric Todd, Mr. Jiang Senlin and Mr. Zhang Yi.