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WHARF

Established 1886

THE WHARF (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

Stock Code: 4

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 9 MAY 2024

At the Annual General Meeting of The Wharf (Holdings) Limited (the “Company”) held on 9 May 2024 (the “AGM”), a poll was conducted for voting on all the proposed resolutions as set out in the Notice of AGM dated 11 April 2024. Set out below are the poll results in respect of the respective resolutions put to the vote at the AGM:

Ordinary Resolutions		No. of Shares Voted (%)*	
		For	Against
1	To adopt the Financial Statements and the Reports of the Directors and Independent Auditor for the financial year ended 31 December 2023.	2,405,605,823 (99.94%)	1,455,549 (0.06%)
2	(a) To re-elect Ms. Yen Thean LENG, a retiring Director, as a Director.	2,405,134,420 (99.92%)	1,926,196 (0.08%)
	(b) To re-elect Professor Edward Kwan Yiu CHEN, a retiring Director, as a Director.	2,401,764,864 (99.78%)	5,295,752 (0.22%)
	(c) To re-elect Mr. Richard Yat Sun TANG, a retiring Director, as a Director.	2,384,001,224 (99.04%)	23,059,419 (0.96%)
	(d) To re-elect Mr. David Muir TURNBULL, a retiring Director, as a Director.	2,368,446,890 (98.40%)	38,613,726 (1.60%)
3	(a) To approve an increase in the rate of annual fee payable to the Chairman of the Company.	2,402,512,854 (97.78%)	54,548,517 (2.22%)
	(b) To approve an increase in the rate of annual fee payable to each of the Directors, other than the Chairman, of the Company.	2,402,512,854 (97.78%)	54,548,517 (2.22%)
	(c) To approve an increase in the rate of annual fee payable to the chairman of the Audit Committee of the Company.	2,402,512,099 (97.78%)	54,548,517 (2.22%)
	(d) To approve an increase in the rate of annual fee payable to each member, other than the chairman, of the Audit Committee of the Company.	2,402,512,099 (97.78%)	54,548,517 (2.22%)
	(e) To approve an increase in the rate of annual fee payable to the chairman and each member of the Remuneration Committee of the Company.	2,402,512,099 (97.78%)	54,548,517 (2.22%)

Ordinary Resolutions		No. of Shares Voted (%) [*]	
		For	Against
4	To re-appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration.	2,453,645,609 (99.86%)	3,415,007 (0.14%)
5	To give a general mandate to the Directors for buy-back of shares by the Company. [#]	2,406,239,469 (97.93%)	50,821,148 (2.07%)
6	To give a general mandate to the Directors for issue of shares. [#]	2,290,925,616 (93.24%)	166,133,000 (6.76%)
7	To approve the addition of bought back shares to the share issue general mandate stated under Resolution No. 6. [#]	2,293,224,593 (93.33%)	163,836,778 (6.67%)

^{*} All percentages are rounded to 2 decimal places.

[#] The full text of resolutions 5 to 7 are set out in the Notice of AGM.

As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of issued shares of the Company was 3,056,027,327 shares, which was the total number of shares entitling the holders to attend and vote on all the resolutions at the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the proposed 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**”), and no shareholders of the Company (the “**Shareholders**”) were required under the Listing Rules to abstain from voting at the AGM. There was no restriction on any Shareholders to cast votes on any of the resolutions at the AGM. No parties have stated their intention in the circular to the Shareholders dated 11 April 2024 to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company’s Share Registrar, namely, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

All Directors of the Company attended the AGM in person.

For **THE WHARF (HOLDINGS) LIMITED**
Kevin C. Y. Hui
Director and Company Secretary

Hong Kong, 9 May 2024

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Stephen T. H. Ng, Mr. Paul Y. C. Tsui, Ms. Y. T. Leng, Mr. Kevin K. P. Chan and Mr. Kevin C. Y. Hui, together with seven Independent Non-executive Directors, namely, Professor Edward K. Y. Chen, Mr. Vincent K. Fang, Mr. Hans Michael Jebsen, Ms. Elizabeth Law, Mr. Richard Y. S. Tang, Ms. Nancy S. L. Tse and Mr. David Muir Turnbull.