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## **ROAD KING INFRASTRUCTURE LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1098)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The board of directors (the “Board”) of Road King Infrastructure Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company held on 21 May 2024 (the “AGM”), all the proposed resolutions as set out in the notice of AGM dated 9 April 2024 were duly passed by the shareholders of the Company (the “Shareholders”) attending and voting at the AGM in person or by proxy or by their duly authorised representatives by way of poll. Apart from Ms. Cai Xun and Mr. Xu Enli, all other directors of the Company (the “Directors”) attended the AGM in person.

As more than 50% of the votes were cast in favour of each of the resolutions, the following resolutions were duly passed as ordinary resolutions:

<b>Ordinary Resolutions</b>		<b>Number of Votes (Approximate % of Total Shares Voted)</b>		<b>Total Number of Votes Cast</b>
		<b>For</b>	<b>Against</b>	
1.	To receive and consider the audited financial statements and the reports of the Directors and the Independent Auditor for the year ended 31 December 2023.	570,733,400 (99.95%)	261,514 (0.05%)	570,994,914
2(a).	To re-elect Mr. Xu Enli as a Director.	570,959,914 (99.99%)	35,000 (0.01%)	570,994,914
2(b).	To re-elect Mr. Wong Wai Ho as a Director.	570,959,914 (99.99%)	35,000 (0.01%)	570,994,914
2(c).	To re-elect Mr. Cheung Hon Kit as a Director.	570,959,914 (99.99%)	35,000 (0.01%)	570,994,914

Ordinary Resolutions		Number of Votes (Approximate % of Total Shares Voted)		Total Number of Votes Cast
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2(d).	To authorise the Board of Directors to fix their remuneration.	570,988,914 (99.99%)	6,000 (0.01%)	570,994,914
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as Auditor of the Company and to authorise the Board of Directors to fix their remuneration.	570,988,914 (99.99%)	6,000 (0.01%)	570,994,914
4(A).	To grant a general mandate to the Directors to allot shares of the Company.	566,805,210 (99.27%)	4,189,704 (0.73%)	570,994,914
4(B).	To grant a general mandate to the Directors to repurchase shares of the Company.	570,988,914 (99.99%)	6,000 (0.01%)	570,994,914
4(C).	To approve and extend the power granted to the Directors under Resolution No. 4(A) by the addition thereto of an amount representing the number of the shares repurchased by the Company pursuant to Resolution No. 4(B).	566,822,710 (99.27%)	4,172,204 (0.73%)	570,994,914

The total number of shares entitling the holders to attend and vote on the resolutions at the AGM was 749,336,566 shares, representing the entire issued share capital of the Company as at the date of the AGM. There were no shares entitling the holders to attend and vote only against the resolutions at the AGM, or to abstain from voting as required under the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). None of the Shareholders had stated their intention in the Company’s circular dated 9 April 2024 to vote against or to abstain from voting on any of the resolutions at the AGM. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer for vote-taking at the AGM.

#### **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that Mr. Lau Sai Yung (“Mr. Lau”), an Independent Non-executive Director, the Chairman of the Audit Committee, and a member of the Nomination Committee and the Remuneration Committee of the Company, retired from office by rotation and did not stand for re-election at the AGM in order to devote more time to his other commitments. He retired as an Independent Non-executive Director of the Company and ceased to be the Chairman of the Audit Committee, and a member of the Nomination Committee and the Remuneration Committee of the Company with effect from the conclusion of the AGM.

Mr. Lau has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to express its sincere gratitude to Mr. Lau for his contributions to the Company during his tenure of services.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. Ho Tai Wai, David (“Mr. Ho”) has been appointed as an Independent Non-executive Director and the Chairman of the Audit Committee of the Company with effect from the conclusion of the AGM.

Mr. Ho, aged 75, has over 50 years of experience in finance and accounting and held management positions in various companies prior to his retirement in 2007. He is a fellow member of the Association of Chartered Certified Accountants of the United Kingdom, The Hong Kong Institute of Certified Public Accountants and CPA Australia. He holds a Master of Business Administration Degree from The Chinese University of Hong Kong. Mr. Ho is an independent non-executive director of Left Field Printing Group Limited (HK stock code: 1540), Lion Rock Group Limited (HK stock code: 1127) and Build King Holdings Limited (HK stock code: 240), a non-wholly owned subsidiary of the Company’s controlling shareholder, Wai Kee Holdings Limited (HK stock code: 610).

Mr. Ho has confirmed that (a) he has satisfied all the criteria for independence contained in Rule 3.13(1) to (8) of the Listing Rules; (b) that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, Mr. Ho (i) does not and did not hold any directorship in other listed public companies in the last three years; (ii) does not hold any positions in the Company or any of its subsidiaries; and (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

In addition, as at the date of this announcement, Mr. Ho did not have, or was not deemed to have, any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

In accordance with the Bye-laws of the Company, Mr. Ho will hold office until the next annual general meeting of the Company and will be eligible for re-election at that meeting. Thereafter, Mr. Ho will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Mr. Ho is entitled to a Director’s fee of HK\$526,000 per annum for acting as an Independent Non-executive Director and the Chairman of the Audit Committee of the Company. His emolument will be reviewed and determined by the Board annually with the authorisation granted by the Shareholders at an annual general meeting of the Company, taking reference to his duties and responsibilities with the Company and the prevailing market situation.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Ho that need to be brought to the attention of the Shareholders, and there is no other information in relation to Mr. Ho that is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Directors warmly welcome Mr. Ho to the Board.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEE**

The Board further announces that the Nomination Committee recommended and the Board resolved that Mr. Cheung Hon Kit, an Independent Non-executive Director of the Company, has been appointed as a member of the Remuneration Committee of the Company with effect from the conclusion of the AGM.

By Order of the Board  
**Road King Infrastructure Limited**  
**Zen Wei Peu, Derek**  
*Chairman*

Hong Kong, 21 May 2024

*As at the date of this announcement, the Board comprises Messrs. Zen Wei Peu, Derek, Fong Shiu Leung, Keter and Ng Fun Hung, Thomas as Executive Directors, Ms. Cai Xun and Mr. Xu Enli as Non-executive Directors and Mr. Wong Wai Ho, Ms. Hui Grace Suk Han, Mr. Cheung Hon Kit and Mr. Ho Tai Wai, David as Independent Non-executive Directors.*