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富汇国际集团控股有限公司

Fullwealth International Group Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1034)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL
MEETING HELD ON 13 MAY 2024
AND
(2) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD
COMMITTEES
AND
(3) REMOVAL OF CHIEF FINANCIAL OFFICER AND CHANGE OF
COMPANY SECRETARY**

Both the English and Chinese versions of this announcement were first published in The Standard and Sing Tao Daily, respectively on 16 May 2024.

Reference is made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM Notice**”) of Fullwealth International Group Holdings Limited (the “**Company**”), both dated 25 April 2024. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Circular.

(1) POLL RESULTS OF THE EGM

The Board hereby announces that at the EGM held on Monday, 13 May 2024 at 9 a.m. at Happy Valley Clubhouse, 25 Shan Kwong Road, Happy Valley, Hong Kong, all of the proposed resolutions (the “**Resolutions**”) set out in the EGM Notice were duly passed as ordinary resolutions by the Shareholders by way of poll.

CL Partners CPA Limited, Certified Public Accountants, was appointed as the scrutineer for the purpose of vote-taking at the EGM. The full text of the Resolutions is set out in the EGM Notice. The poll results in respect of the Resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
1.	“THAT LI YUGUO (李玉國) be and is hereby removed as a Director and cease to hold all positions in the Company pursuant to Article 114 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
2.	“THAT WANG TIANZI (王添梓) be and is hereby removed as a Director and cease to hold all positions in the Company pursuant to Article 114 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
3.	“THAT CHEUNG KA YI (張嘉兒) be and is hereby removed as a Director and cease to hold all positions in the Company pursuant to Article 114 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
4.	“THAT each of the Directors of the Company appointed to the Board between the date of this notice of Requisition and the date of the EGM, other than those persons who are to be appointed Directors at the EGM, be and is hereby removed as a Director of the Company pursuant to Article 114 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
5.	“THAT QU DONGLING (曲東玲) be and is hereby appointed as an executive Director of the Company pursuant to Article 111 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
6.	“THAT WANG HUI MIN (王慧珉) be and is hereby appointed as an independent non-executive Director of the Company pursuant to Article 111 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
7.	“THAT HUI SAU FAN (許秀芬) be and is hereby appointed as an independent non-executive director of the Company pursuant to Article 111 of the Articles with effect from the conclusion of the EGM.”	1,329,376,000 (100%)	0 (0%)
8.	“THAT the Board be and is hereby authorized to fix the Director’s remuneration.”	1,329,376,000 (100%)	0 (0%)

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

As at the date of the EGM:

- (a) the total number of the Shares in issue was 1,600,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the EGM;
- (b) there was no Share entitling any Shareholder to attend and abstain from voting in favour of any of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules;
- (c) no Shareholder had stated their intention in the Circulars to vote against or to abstain from noticing on any of the Resolutions at the EGM;
- (d) no Shareholder was required under the Listing Rules to abstain from voting at the EGM;
- (e) there were no restrictions on any Shareholders to cast votes on any of the Resolutions at the EGM;
and
- (f) the Company has five Directors, and none of them attended the EGM.

(2) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES

Following the passing of the Resolutions by the Shareholders, (i) Mr. Li Yuguo ceased to be an executive Director; (ii) Mr. Wang Tianzi ceased to be a non-executive Director; (iii) Ms. Cheung Ka Yi ceased to be an independent non-executive Director, the chairlady of the nomination committee of the Board (“Nomination Committee”), and a member of each of the audit committee (“Audit Committee”) and remuneration committee (“Remuneration Committee”) of the Board; (iv) Ms. Qu Dongling has been appointed as an executive Director; (v) Mr. Wang Huimin has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, and a member of each of the Audit Committee and Nomination Committee; and (vi) Ms. Hui Sau Fan has been appointed as an independent non-executive Director, the chairlady of the Nomination Committee, and a member of each of the Audit Committee and Remuneration Committee. Mr. Yam Yuet Hang, an existing independent non-executive Director, has been changed from the chairman to a member of the Remuneration Committee and has been appointed as the chairman of the Audit Committee.

For biographical details of Ms. Qu Dongling, Mr. Wang Huimin and Ms. Hui Sau Fan, please refer to the EGM Circular.

(3) REMOVAL OF CHIEF FINANCIAL OFFICER AND CHANGE OF COMPANY SECRETARY

The Board hereby announces that Mr. Lee Chi Ho has been removed by the Board from the position of the chief financial officer and the company secretary of the Company (the “**Removal**”) with effect from 13 May 2024.

Following the Removal, the Board is pleased to announce that with effect from 13 May 2024, Mr. Tam Ying Wi (“**Mr. Tam**”) has been appointed as the company secretary of the Company.

Mr. Tam, aged 53, graduated from Curtin University, Australia with a Bachelor of Commerce in Accounting. He is currently a fellow member of the Hong Kong Institute of Certified Public Accountants. He has over 20 years of experience in finance and accountancy. He was the company secretary of the Company from April 2021 to May 2023. Prior to joining the Company, he was the accounting manager of Le Chiffre Capital Limited responsible for accounting and finance related works and was also the operations director of CIS Securities Asset Management Limited.

By order of the Board
Fullwealth International Group Holdings Limited
Ms. Liu Xinyi
Executive Director and Chief Executive Officer

Hong Kong, 4 June 2024

As at the date of this announcement, the Board comprises:

<i>Executive Directors:</i>	Ms. Liu Xinyi (<i>Chief Executive Officer</i>) Ms. Qu Dongling
<i>Independent non-executive Directors:</i>	Mr. Yam Yuet Hang Mr. Wang Huimin Ms. Hui Sau Fan