

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



**Pan Asia Data Holdings Inc.**

**聯洋智能控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1561)**

**POLL RESULTS AT THE ANNUAL GENERAL MEETING  
HELD ON 27 JUNE 2024, RESIGNATION OF DIRECTOR,  
APPOINTMENT OF DIRECTORS AND  
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

At the Annual General Meeting of Pan Asia Data Holdings Inc. (the “**Company**”) held on 27 June 2024 (the “**AGM**”), a poll was demanded by the Chairman of the Meeting for voting on all the resolutions proposed at the AGM. The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors of the Company (collectively the “ <b>Directors</b> ” and each a “ <b>Director</b> ”) and the Independent Auditor of the Company for the year ended 31 December 2023	435,426,463 (100.00%)	0 (0.00%)
2.	(i) (a) To re-elect Mr. Gu Zhongli as an executive director of the Company	435,426,463 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Jin Peiyi as an executive director of the Company	311,392,248 (71.51%)	124,034,215 (28.49%)
	(c) To re-elect Mr. Li Gong (“ <b>Mr. Li</b> ”) as an independent non-executive director of the Company	<i>(Note)</i>	<i>(Note)</i>
	(ii) To authorize the board of Directors (the “ <b>Board</b> ”) to fix the Directors’ remuneration	311,392,248 (75.43%)	101,456,438 (24.57%)
3.	To re-appoint Baker Tilly Hong Kong Limited as Auditor and authorize the Board to fix their remuneration	412,848,686 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
4.	(i) To grant a general mandate to the Directors to repurchase securities of the Company	435,426,463 (100.00%)	0 (0.00%)
	(ii) To grant a general mandate to the Directors to issue additional securities of the Company	48 (0.01%)	435,426,415 (99.99%)
	(iii) To extend the general mandate regarding the issue of securities of the Company by the amount of securities repurchased under the general mandate for the repurchase of securities	48 (0.01%)	435,426,415 (99.99%)

*Note:* Before the AGM, the Board received a letter of resignation from Mr. Li on 27 June 2024. For details, please refer to below section headed “Resignation of Independent Non-executive Director”.

**As more than 50% of the votes were cast in favour of proposed resolutions numbered 1, 2(i)(a), 2(i)(b), 2(ii), 3 and 4(i), these resolutions were duly passed as ordinary resolutions by way of poll at the AGM.**

**As less than 50% of the votes were cast in favour of the resolutions numbered 4(ii) and 4(iii), such resolutions were therefore not passed as ordinary resolution by way of poll at the AGM.**

As at the date of the AGM, the total number of issued shares of the Company was 1,065,454,100 shares, which was the total number of shares entitling the holders to attend and vote for or against 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 or their associates were required under the Listing Rules to abstain from voting on the proposed resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM and there was no party have stated their intention in the circular to the shareholders of the Company dated 30 April 2024 to vote against or to abstain from voting on the proposed resolutions at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

Mr. Gu Zhongli (Chairman), Dr. Wang Bangyi, Mr. Jin Peiyi, Dr. Shi Ping and Ms. Xu Yanqiong attended the AGM in person or via video/telephone conference.

## RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board received a letter of resignation from Mr. Li, an independent non-executive director of the Company, on 27 June 2024. Mr. Li resigned as an independent non-executive director of the Company as he would like to devote more time to other business interests. Mr. Li has confirmed that he has no disagreement with the Board, and there are no matters that need to be brought to the attention of the shareholders of the Company. Following the resignation of Mr. Li, he will cease to be a member of the Audit Committee and Remuneration Committee of the Board, and the chairman and a member of the Nomination Committee of the Board. The aforementioned resignation became effective from 27 June 2024.

The Company expresses its sincere gratitude to Mr. Li for his valuable contributions to the Company's development during his term of office.

## APPOINTMENT OF DIRECTORS

Mr. Sze Siu Ming (“**Mr. Sze**”) has been appointed as a non-executive Director of the Board and Ms. Yung Hoi Yan, *JP* (“**Ms. Yung**”) has been appointed as an independent non-executive Director, the chairman and a member of the Nomination Committee of the Board and a member of the Audit Committee and Remuneration Committee of the Board with effect from 27 June 2024.

### **Mr. Sze**

The biographical details of Mr. Sze are set out as follows:

Mr. Sze, aged 53, is a Hong Kong enterpriser and real estate entrepreneur. He operated Jian Sheng Printing Co., Ltd. in Hong Kong in 1992, which has developed into one of the professional label printing bases with scale and innovation through continuous progress and innovation since its establishment. He is also the founder of Shanghai Hanyu Property Consultant Co., Ltd.\* (上海漢宇房地產顧問有限公司), which was established in Shanghai in 2004 and has since then become a well-known professional real estate service provider in Shanghai.

On 27 June 2024, Mr. Sze entered into a letter of appointment with the Company for a term of two years commencing from 27 June 2024, which can be terminated by either party giving the other party one month's written notice in advance or otherwise in accordance with the terms of the service contract. Mr. Sze is subject to retirement by rotation and re-election in accordance with the articles of association of the Company and the Listing Rules. Pursuant to his letter of appointment, he is entitled to an annual emolument of HK\$180,000. Mr. Sze's remuneration is determined by the Board with reference to his duties and responsibilities as well as the prevailing market conditions. He will hold the office until the next general meeting of the Company when he may be re-elected.

Save as disclosed above, Mr. Sze has not held any directorships in companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement, and Mr. Sze does not hold any other positions with

the Company or its subsidiaries and does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company.

As at the date of this announcement, apart from holding 23,077,777 shares of the Company, representing approximately 2.17% of the issued share capital of the Company, Mr. Sze does not have any interest in and is not deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

### **Ms. Yung**

The biographical details of Ms. Yung are set out as follows:

Ms. Yung, *JP*, aged 47, obtained a Juris Doctor and a Postgraduate Certificate in Laws from the City University of Hong Kong in 2006 and 2007, respectively. Ms. Yung has been practicing as a barrister in Hong Kong since 2008. Ms. Yung has also been a practicing Greater Bay Area Lawyer since 2022 with King & Wood Mallesons (Guangzhou). Ms. Yung has been a member of the Legislative Council for the Hong Kong Special Administrative Region of the People's Republic of China since 2016, representing the New Territories East constituency. Ms. Yung was re-elected as a member of the Legislative Council for the Hong Kong Special Administrative Region of the People's Republic of China in 2021, representing the Election Committee constituency. Ms. Yung was appointed as a member of board of directors of the Hong Kong Science and Technology Parks Corporation on 1st July 2024. Ms. Yung graduated from the University of British Columbia, Canada, in 2001 with a Bachelor of Science degree majoring in Computer Science. After graduation, Ms. Yung worked as a research assistant at the University of British Columbia, Canada, focusing on big data analysis, library information management research. Ms. Yung is a Community Relations Director of China Resources Building Materials Technology Holdings Limited. Ms. Yung actively involves in public affairs. She is a member of the ICAC Complaints Committee, member of the Lantau Development Advisory Committee, and member of the Committee on Innovation, Technology and Industry Development. Ms. Yung was appointed as Justice of the Peace in Hong Kong in 2019. Ms. Yung is currently a member of the Shanghai Committee of the Chinese People's Political Consultative Conference.

On 27 June 2024, Ms. Yung entered into a letter of appointment with the Company for a term of two years commencing from 27 June 2024, which can be terminated by either party giving the other party one month's written notice in advance or otherwise in accordance with the terms of the service contract. Ms. Yung is subject to retirement by rotation and re-election in accordance with the articles of association of the Company and the Listing Rules. Pursuant to her letter of appointment, she is entitled to an annual emolument of HK\$180,000. Ms. Yung's remuneration is determined by the Board with reference to her duties and responsibilities as well as the prevailing market conditions. She will hold the office until the next general meeting of the Company when she may be re-elected.

Save as disclosed above, Ms. Yung has not held any directorships in companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement, and Ms. Yung does not hold any other

positions with the Company or its subsidiaries and does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company.

As at the date of this announcement, Ms. Yung does not have any interest in and is not deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in relation to the appointment of Mr. Sze and Ms. Yung which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

Ms. Yung has confirmed (a) her independence as regard each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (b) that she had 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 (as defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect her independence at the time of her appointment.

The Board would like to take this opportunity to extend its welcome to Mr. Sze and Ms. Yung to the Board.

By Order of the Board  
**Pan Asia Data Holdings Inc.**  
**Gu Zhongli**  
*Chairman*

Hong Kong, 27 June 2024

*As at the date of this announcement, the Board comprises Mr. Gu Zhongli (Chairman), Dr. Wang Bangyi and Mr. Jin Peiyi as executive Directors; Dr. Dong Liuhuan and Mr. Sze Siu Ming as non-executive Directors and Dr. Shi Ping and Ms. Xu Yanqiong and Ms. Yung Hai Yung, JP as independent non-executive Directors.*