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**智富資源投資控股集團有限公司**

**WISDOM WEALTH RESOURCES INVESTMENT HOLDING GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 7)**

## **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 11 JULY 2024**

*Financial Adviser to the Requisitionist*



禹銘投資管理有限公司  
YU MING INVESTMENT MANAGEMENT LIMITED

References are made to the circular (the “**Circular**”) and the notice of special general meeting (“**SGM Notice**”) of Wisdom Wealth Resources Investment Holding Group Limited (the “**Company**”) both dated 12 June 2024 in respect of the special general meeting of the Company convened to be held on 11 July 2024 (“**SGM**”). Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE SGM**

The new board of directors of the Company (the “**new Board**”) is pleased to announce that the ordinary resolutions set out in the SGM Notice (the “**Relevant Resolutions**”) were passed by way of poll by the Shareholders at the SGM.

Details of the poll results in respect of the Relevant Resolutions were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes (%)</b>	
		<i>(Note)</i>	
		<b>For</b>	<b>Against</b>
1.	(a) XU Jun Jia be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(b) NEIL Bush be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(c) CAO Yu be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(d) NGAN Kam Biu Stanford be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(e) TAM Chak Chi be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(f) MA Kin Ling be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(g) YIU King Ming be removed as a director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		<i>(Note)</i>	
		For	Against
2.	(a) XU Shiping (許世平) be appointed as an executive director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(b) HUANG Lei (黃磊) be appointed as an executive director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(c) ZHENG Zhaojun (鄭昭軍) be appointed as an independent non-executive director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(d) WANG Ning (王寧) be appointed as an independent non-executive director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
	(e) CHAN Kwong On (陳廣安) be appointed as an independent non-executive director of the Company with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)
3.	any other directors of the Company appointed to the board of directors of the Company during the period between 9 May 2024 and the conclusion of the SGM (other than Mr. Xu Shiping, Mr. Huang Lei, Mr. Zheng Zhaojun, Mr. Wang Ning and Mr. Chan Kwong On if applicable) be and are hereby removed with effect from the date of this resolution.	1,504,648,642 (78.88%)	402,982,500 (21.12%)

*Note:* all percentages rounded to two decimal places.

As more than 50% of the votes were cast in favour of the Relevant Resolutions, each of the Relevant Resolutions was duly passed as an ordinary resolution of the Company at the SGM.

As at the date of the SGM, the total number of issued Shares of the Company was 3,355,140,697 Shares, representing the total number of Shares entitling the Shareholders to attend and vote for or against the Relevant Resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour of the Relevant Resolutions as set out in Rule 13.40 of the Listing Rules. There were no Shares the holder of which were required to abstain from voting on the Relevant Resolutions under the Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the SGM and none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the SGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Standard Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

All the removed directors of the Company did not attend the SGM. Mr. Huang Lei, the newly appointed director of the Company, attended the SGM in person.

## **CHANGE IN COMPOSITION OF THE NEW BOARD COMMITTEES**

The following change in composition of the new Board committees have been effective immediately following the Relevant Resolutions were passed:

- (i) Mr. Xu Jun Jia ceased to be the chairman of nomination committee of the Company (the “**Nomination Committee**”) and a member of remuneration committee of the Company (the “**Remuneration Committee**”);
- (ii) Mr. Ngan Kam Biu Stanford ceased to be the member of audit committee of the Company (the “**Audit Committee**”);
- (iii) Mr. Tam Chak Chi ceased to be the chairman of Audit Committee and a member of each of Nomination Committee and Remuneration Committee; and
- (iv) Mr. Ma Kin Ling ceased to be the Chairman of Remuneration Committee and a member of each of Audit Committee and Nomination Committee.

The new members of each of the Nomination Committee, the Remuneration Committee and the Audit Committee have not been determined. As such, the requirements under Rules 3.21, 3.25 and 3.27A of the Listing Rules are not satisfied by the Company. Further announcements will be made by the Company in respect of the formation of the new Board committees.

## **OTHERS**

### **Publication of annual results for the year ended 31 December 2023**

The new Board will communicate with the auditors of the Company to address the outstanding audit issues, and liaise with all relevant parties to publish the annual results of the Company for the year ended 31 December 2023 as soon as practicable.

### **Operations of the Group**

The new Board will review the operations of the Group and formulate strategies for the development of the Group in the coming few months. Any acquisition and/or disposal of assets of the Group shall be approved by the new Board. Moreover, the new Board intends to change the legal representatives and directors of subsidiaries of the Company as well as the authorized signatories of bank accounts as soon as practicable in order to safeguard the interests of the Company. All stakeholders of the Group shall exercise caution when dealing with the business of the Group.

Further announcement(s) will be made by the Company as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Tuesday, 2 April 2024 and will continue to be suspended until the publication of the annual results for the year ended 31 December 2023 and the despatch of the relevant annual report by the Company.

By order of the new Board

**Wisdom Wealth Resources Investment Holding Group Limited**

**Huang Lei**

*Executive Director*

Hong Kong, 11 July 2024

*As at the date of this announcement, the new Board comprises Mr. Huang Lei and Mr. Xu Shiping as executive Directors and Mr. Zheng Zhaojun, Mr. Wang Ning and Mr. Chan Kwong On as independent non-executive Directors.*