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英皇國際集團有限公司
Emperor International Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code : 163)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 20 AUGUST 2024
AND
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND
MEMBERS OF BOARD COMMITTEES**

I. Poll Results of the Annual General Meeting

Reference is made to the circular of Emperor International Holdings Limited (“**Company**”) dated 18 July 2024 (“**Circular**”) setting out, inter alia, the notice of annual general meeting of the Company (“**Notice**”) held on 20 August 2024 (“**AGM**”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context otherwise requires.

All Directors attended the AGM in person or by electronic means. The Company has appointed Tricor Secretaries Limited, the Company’s Hong Kong branch share registrar, to act as the scrutineer for the purpose of vote-taking at the AGM. As at the date of the AGM, a total of 3,677,545,667 Shares were in issue and entitled the holders of which to attend and vote at the AGM. The poll results of the ordinary resolutions (“**Resolutions**”) proposed at the AGM are as follows:-

Ordinary Resolutions		Number of votes (% to the total number of Shares voted at the AGM)		Total number of votes cast
		FOR	AGAINST	
1.	To receive and adopt the audited consolidated Financial Statements and the Reports of the Directors and Independent Auditor for the year ended 31 March 2024	2,833,431,594 Shares (99.99%)	254,000 Shares (0.01%)	2,833,685,594 Shares
2.	To declare a final dividend for the year ended 31 March 2024	2,833,431,594 Shares (99.99%)	254,000 Shares (0.01%)	2,833,685,594 Shares
3.	(A) To re-elect Mr. Yeung Ching Loong, Alexander as Director	2,833,319,594 Shares (99.99%)	366,000 Shares (0.01%)	2,833,685,594 Shares
	(B) To re-elect Mr. Wong Chi Fai as Director	2,791,316,343 Shares (98.50%)	42,369,251 Shares (1.50%)	

Ordinary Resolutions		Number of votes (% to the total number of Shares voted at the AGM)		Total number of votes cast
		FOR	AGAINST	
	(C) To elect Ms. Kwan Shin Luen, Susanna as Director	2,833,431,594 Shares (99.99%)	254,000 Shares (0.01%)	2,833,685,594 Shares
4.	To authorise the Board to fix the Directors' remuneration	2,833,431,594 Shares (99.99%)	254,000 Shares (0.01%)	2,833,685,594 Shares
5.	To re-appoint Deloitte Touche Tohmatsu as Independent Auditor and to authorise the Board to fix its remuneration	2,833,431,594 Shares (99.99%)	254,000 Shares (0.01%)	2,833,685,594 Shares
6.#	(A) To grant a general mandate to the Directors to issue new Shares	2,791,232,343 Shares (98.50%)	42,453,251 Shares (1.50%)	2,833,685,594 Shares
	(B) To grant a general mandate to the Directors to buy back Shares	2,833,431,594 Shares (99.99%)	254,000 Shares (0.01%)	2,833,685,594 Shares
	(C) To extend the general mandate granted to the Directors to issue additional Shares by the number of Shares bought back by the Company	2,791,232,343 Shares (98.50%)	42,453,251 Shares (1.50%)	2,833,685,594 Shares

The full text of Resolution 6 is set out in the Notice.

The Board is pleased to announce that as more than 50% of the votes were cast in favour of each of the Resolutions, all Resolutions were duly passed by the Shareholders at the AGM. There were no restrictions on any Shareholder to cast votes on any of the Resolutions.

II. Change of Independent Non-executive Directors and Members of Board Committees

The Board also announces the following change of Independent Non-executive Directors and members of Board committees:-

Retirement of Mr. Chan Hon Piu (“Mr. Chan”)

Mr. Chan, who has served the Board for 9 years, did not offer himself for re-election and retired by rotation as an Independent Non-executive Director upon conclusion of the AGM. Following his retirement, Mr. Chan automatically ceased to act as the chairman of the Remuneration Committee as well as a member of the Audit Committee and the Corporate Governance Committee under the Board.

Mr. Chan confirmed that he had no disagreement with the Board and there was no matter relating to his retirement that would need to be brought to the attention of the Shareholders.

Appointment of Ms. Kwan Shin Luen, Susanna (“Ms. Kwan”)

As Resolution 3(C) above in relation to the election of Ms. Kwan as Director was duly passed at the AGM, the appointment of Ms. Kwan as Independent Non-executive Director took effect upon conclusion of the AGM filling the vacancy created by the retirement of Mr. Chan. At the same time, Ms. Kwan succeeds Mr. Chan for his positions in the Remuneration Committee, the Audit Committee and the Corporate Governance Committee.

The information of Ms. Kwan that is required to be disclosed under Rule 13.51(2) of the Listing Rules (including her biographical details) was set out in Appendix I to the Circular and since then, there has been no change in all such information.

Ms. Kwan confirmed that (i) she meets the independence criteria as set out under Rule 3.13 of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of appointment.

Board Appreciation

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chan for his valuable contributions to the Group during his tenure of service and extend a warm welcome to Ms. Kwan for joining the Board.

By order of the Board
Emperor International Holdings Limited
Luk Siu Man, Semon
Chairperson

Hong Kong, 20 August 2024

As at the date hereof and after the above change of Directors, the Board comprises:-

Non-executive Directors: Ms. Luk Siu Man, Semon
Mr. Cheung Ping Keung

Executive Directors: Mr. Yeung Ching Loong, Alexander
Ms. Fan Man Seung, Vanessa
Mr. Wong Chi Fai

Independent Non-executive Directors: Mr. Chu Kar Wing
Mr. Poon Yan Wai
Ms. Kwan Shin Luen, Susanna