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KINGMAKER

KINGMAKER FOOTWEAR HOLDINGS LIMITED
信星鞋業集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 01170)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON WEDNESDAY, 28 AUGUST 2024
(2) RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

Reference is made to the circular (the "**Circular**") of Kingmaker Footwear Holdings Limited (the "**Company**") and the notice of the annual general meeting (the "**Notice**") of the Company to be held on 28 August 2024 (the "**AGM**"), both dated 17 July 2024. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, unless the context requires otherwise.

* *For identification purposes only*

POLL RESULTS OF THE AGM

The board (the "**Board**") of directors (the "**Directors**") of the Company is pleased to announce that at the AGM, all proposed resolutions as set out in the Notice were duly passed by way of a poll. Details of the poll results of the AGM are as follows:

	Ordinary Resolutions	No. of Votes (%) [Note]	
		For	**Against**
1.	To receive and consider the audited financial statements of the Company and its subsidiaries for the year ended 31 March 2024 and the reports of the directors of the Company and of the auditors of the Company for the year ended 31 March 2024.	385,780,205 (100%)	0 (0%)
2.	To approve and declare the final and special final dividends for the year ended 31 March 2024.	385,780,205 (100%)	0 (0%)
3.	A. To re-elect Mr. Chen Yi Wu, Ares as Director.	385,780,205 (100%)	0 (0%)
	B. To re-elect Dr. Chow Wing Kin, Anthony as Director.	377,187,335 (97.77%)	8,592,870 (2.23%)
	C. To appoint Mr. Law Ka Kin as Director.	385,780,205 (100%)	0 (0%)
	D. To authorise the Board of Directors to fix the remuneration of the Directors.	332,908,205 (86.29%)	52,872,000 (13.71%)
4.	To re-appoint Ernst & Young as auditors and to authorise the Board of Directors to fix the remuneration of the auditors.	377,594,205 (97.88%)	8,186,000 (2.12%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company.	385,780,205 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to issue, allot and deal with shares of the Company.	321,170,380 (83.25%)	64,609,825 (16.75%)

Ordinary Resolutions		No. of Votes (%) Note	
		For	**Against**
7.	Conditional upon the passing of resolution nos. 5 and 6, to extend the general mandate granted to the Directors to issue, allot and deal with shares by the number of shares repurchased pursuant to the general mandate granted under resolution no. 5.	321,260,380 (83.28%)	64,519,825 (16.72%)

Note: All percentage are rounded up to two decimal places.

As more than 50% of the votes were cast in favour of the ordinary resolutions no. 1 to 7, these resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As at the date of the AGM, the issued share capital of the Company comprised 677,513,445 shares. To the best of the Directors' knowledge, belief and information, no Shareholders had a material interest in the resolutions proposed at the AGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rule Governing the Listing of Securities of the Stock Exchange (the "**Listing Rules**"). Tricor Trust (Hong Kong) Limited held 5,276,000 shares in its capacity as the trustee under the Company's share aware scheme, and was required to abstain from voting on all resolutions at the AGM pursuant to rule 17.05A of the Listing Rules. Therefore, the total number of shares entitling the Shareholders thereof to attend and vote for or against all the resolutions proposed at the AGM was 672,237,445 shares. Save as disclosed above, no Shareholders were required under the Listing Rules to abstain from voting at the AGM.

Tricor Tengis Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

All Directors attended the AGM either in person or by electronic means.

RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS (THE "INED(S)") AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEES BECOMING EFFECTIVE

Reference is also made to the announcement (the "**Announcement**") of the Company dated 28 June 2024, the Circular and the poll results of all resolutions the AGM.

Retirement of INED Becoming Effective

With effect from the conclusion of the AGM on 28 August 2024, Mr. Tam King Ching, Kenny ("**Mr. Tam**") has retired by rotation and ceased to be an INED, the chairman of the Audit Committee and a member of the Remuneration Committee and the Nomination Committee of the Board.

The Board would like to express its gratitude again to Mr. Tam for his valuable contributions to the Group during his tenure with the Group.

Appointment of INED Becoming Effective

As approved by ordinary resolutions no. 3(C) at the AGM, the Board announces that Mr. Law Ka Kin ("**Mr. Law**") has been appointed as an INED with effect from the conclusion of the AGM.

For details of Mr. Law's biography and other information required by the Listing Rules, please refer to the Announcement and the Circular.

The Board welcomes Mr. Law on his new appointment.

Changes in the Composition of Board Committees Becoming Effective

The Board announces the following changes in the composition of the Audit Committee, the Nomination Committee and Remuneration Committee of the Board with effect from the conclusion of the AGM:

(a) Mr. Law, an INED, has been appointed as a member of each of the Audit Committee, the Nomination Committee and the Remuneration of the Board; and

(b) Ms. Chan Mei Bo, Mabel has been appointed as the chairman of the Audit Committee of the Board.

By order of the Board
Kingmaker Footwear Holdings Limited
Huang Hsiu Duan, Helen
Chairman

Hong Kong, 28 August 2024

As of the date of this announcement, the Board consists of three executive Directors, namely Mdm. Huang Hsiu Duan, Helen, Mr. Wong Hei Chiu and Mr. Chen Yi Wu, Ares; three non-executive Directors, namely Mr. Chan Ho Man, Daniel, Mr. Kimmel Phillip Brian and Dr. Chow Wing Kin, Anthony; and three independent non-executive Directors, namely Ms. Chan Mei Bo, Mabel, Mr. Wong Hin Wing and Mr. Law Ka Kin.