

*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.*



## Chuang's Consortium International Limited

(莊士機構國際有限公司)

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 367)

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 15 SEPTEMBER 2025;  
(2) RETIREMENT OF DIRECTORS;  
(3) ELECTION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR; AND  
(4) CHANGES OF COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that at the AGM held on 15 September 2025, all the Resolutions were duly passed by the Shareholders or by proxy or by their duly authorized representatives attending and voting at the AGM through the eVoting Portal by way of poll.

Mr. Yau Chi Ming and Mr. David Chu Yu Lin retired as Independent Non-Executive Directors with effect from the conclusion of the AGM on 15 September 2025. They also ceased to act as members of the board committees of the Company respectively.

Upon approval by the Shareholders at the AGM, Mr. Andrew Fan Chun Wah has been elected as an Independent Non-Executive Director with effect from 15 September 2025. Mr. Andrew Fan has been appointed as a member of the audit committee, the remuneration committee and the nomination committee of the Company.

The board of directors (the “**Board**”) of Chuang's Consortium International Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held via a virtual meeting online on 15 September 2025 (the “**AGM**”), all proposed resolutions (the “**Resolutions**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) or by proxy or by their duly authorized representatives attending and voting at the AGM through the eVoting Portal by way of poll.

The full text of the Resolutions were set out in the notice of the annual general meeting dated 28 July 2025.

As at the date of the AGM, the total number of issued shares of the Company was 1,672,553,104 which was the total number of shares entitling the Shareholders to attend and vote on the Resolutions 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 Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and no shares requiring Shareholders under the Listing Rules to abstain from voting on the Resolutions at the AGM. None of the Shareholders has stated their intention in the Company’s circular dated 28 July 2025 (the “**Circular**”) to vote against or to abstain from voting on any of the Resolutions at the AGM.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed and acted as the scrutineer for the vote-taking at the AGM. All directors of the Company attended the AGM. The results of the voting on the Resolutions are as follows:

| Ordinary Resolutions |  | No. of votes and percentage based on total no. of votes cast (Approximate %) |                       | Total no. of votes cast |
|----------------------|--|--|-----------------------|-------------------------|
|                      |  | For  | Against               |                         |
| 1.                   | To receive and consider the audited consolidated financial statements and the reports of the directors and the auditor for the year ended 31 March 2025. | 1,052,952,506<br>(99.99%)  | 8,000<br>(0.01%)      | 1,052,960,506           |
| 2(a).                | To re-elect Mr. Edwin Chuang Ka Fung as an executive director.   | 1,052,908,506<br>(99.99%)  | 52,000<br>(0.01%)     | 1,052,960,506           |
| 2(b).                | To re-elect Mr. Tony Tse Wai Chuen as an independent non-executive director.   | 1,052,952,506<br>(99.99%)  | 8,000<br>(0.01%)      | 1,052,960,506           |
| 2(c).                | To elect Mr. Andrew Fan Chun Wah as an independent non-executive director.   | 1,052,952,506<br>(99.99%)  | 8,000<br>(0.01%)      | 1,052,960,506           |
| 2(d).                | To authorize the Board to fix the remuneration of the directors.   | 1,052,952,506<br>(99.99%)  | 8,000<br>(0.01%)      | 1,052,960,506           |
| 3.                   | To re-appoint PricewaterhouseCoopers as the auditor and to authorize the Board to fix its remuneration.  | 1,052,952,506<br>(99.99%)  | 8,000<br>(0.01%)      | 1,052,960,506           |
| 4(A).                | To give a general mandate to the directors to repurchase shares of the Company.  | 1,052,960,506<br>(100.00%)   | 0<br>(0.00%)          | 1,052,960,506           |
| 4(B).                | To give a general mandate to the directors to allot, issue and deal with additional shares of the Company.   | 1,029,182,418<br>(97.74%)  | 23,772,425<br>(2.26%) | 1,052,954,843           |
| 4(C).                | To extend the general mandate granted to the directors to issue shares by the number of shares repurchased.  | 1,029,182,418<br>(97.74%)  | 23,772,425<br>(2.26%) | 1,052,954,843           |

As more than 50% of the votes were cast in favour of each of the Resolutions nos. 1 to 4(C), Resolutions nos. 1 to 4(C) were duly passed as ordinary resolutions of the Company.

## RETIREMENT OF DIRECTORS

As stated in the Circular, the Board announces that each of Mr. Yau Chi Ming (“**Mr. Yau**”) and Mr. David Chu Yu Lin (“**Mr. Chu**”) retired as an independent non-executive director of the Company (the “**Independent Non-Executive Director**”) in accordance with the bye-laws of the Company (the “**Bye-laws**”) and Appendix C1 to the Listing Rules with effect from the conclusion of the AGM on 15 September 2025. Each of Mr. Yau and Mr. Chu confirmed that he has no disagreement with the Board and that he is not aware of any matters that need to be brought to the attention of the Shareholders in connection with his retirement from the Board.

The Board would like to express its sincere gratitude to Mr. Yau and Mr. Chu for their valuable contribution to the Board during their term of office.

## ELECTION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that upon approval by the Shareholders at the AGM, Mr. Andrew Fan Chun Wah (“**Mr. Andrew Fan**”) has been elected as an Independent Non-Executive Director with effect from 15 September 2025.

The biographical information of Mr. Andrew Fan is as follows:

**Mr. Andrew Fan Chun Wah J.P.**, (aged 46), is a practising certified public accountant in Hong Kong with over 19 years of experience. He holds a Bachelor degree of Business Administration (accounting and finance) from The University of Hong Kong and a Bachelor degree in Laws from the University of London. Mr. Andrew Fan is a fellow member of the Association of Chartered Certified Accountants in the United Kingdom and the Hong Kong Institute of Certified Public Accountants. He is also a member of the fourteenth National Committee of the Chinese People’s Political Consultative Conference, a committee member of the tenth to twelfth Chinese People’s Political Consultative Conference of the Zhejiang Province, the fourth and fifth Chinese People’s Political Consultative Conference of Shenzhen and the tenth to twelfth vice chairman of Zhejiang Province United Youth Association.

Mr. Andrew Fan is currently an independent non-executive director of Nameson Holdings Limited (stock code: 1982), Sing Tao News Corporation Limited (stock code: 1105), China Aircraft Leasing Group Holdings Limited (stock code: 1848), China Overseas Grand Oceans Group Limited (stock code: 81) and China Unicom (Hong Kong) Limited (stock code: 762). All the aforesaid companies are listed on the Main Board of the Stock Exchange. Mr. Andrew Fan had been an independent non-executive director of Space Group Holdings Limited (stock code: 2448) from December 2017 to August 2022, Culturecom Holdings Limited (stock code: 343) from April 2015 to May 2024 and Chuang’s China Investments Limited (stock code: 298), a subsidiary of the Company, from January 2013 to September 2025 (where he retired as an independent non-executive director with effect from the conclusion of its annual general meeting on 15 September 2025), the shares of these companies are listed on the Main Board of the Stock Exchange. Save as disclosed herein, Mr. Andrew Fan did not hold any other directorship in any other listed company in Hong Kong or overseas over the last three years.

Mr. Andrew Fan will enter into a letter of appointment with the Company and will be entitled to a Director's fee of HK\$200,000 per annum. The fee is determined by the Board by reference to his duty and experience, the prevailing market conditions as well as the related payments made by the Company. Mr. Andrew Fan will have no specified length or proposed length of service with the Company and will be subject to retirement by rotation and re-election at least once every three years pursuant to Appendix C1 to the Listing Rules and the Bye-laws.

As at the date of this announcement, Mr. Andrew Fan has no interest in the shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance. Except mentioned aforesaid, Mr. Andrew Fan has no relationship with any other Directors, senior management, substantial or controlling Shareholders and no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders regarding the aforesaid election as an Independent Non-Executive Director.

Mr. Andrew Fan has also confirmed that (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company; and (iii) there are no other factors that might affect his independence as at the time of his appointment.

The Board takes this opportunity to welcome Mr. Andrew Fan.

## **CHANGES OF COMPOSITION OF BOARD COMMITTEES**

Following the retirement of Mr. Yau and Mr. Chu upon the conclusion of the AGM, Mr. Yau also ceased to be a member of the audit committee of the Company and Mr. Chu also ceased to be a member of the remuneration committee and the nomination committee of the Company.

The Board further announces that with effect from the conclusion of the AGM, Mr. Andrew Fan has been appointed as a member of the audit committee, the remuneration committee and the nomination committee of the Company.

By order of the Board of  
**Chuang's Consortium International Limited**  
**Albert Chuang Ka Pun**  
*Chairman and Managing Director*

Hong Kong, 15 September 2025

*As at the date of this announcement, Mr. Albert Chuang Ka Pun, Mr. Richard Hung Ting Ho, Mr. Edwin Chuang Ka Fung, Miss Ann Li Mee Sum, Mrs. Candy Kotewall Chuang Ka Wai, Mr. Geoffrey Chuang Ka Kam and Mr. Chan Chun Man are the Executive Directors of the Company, and Mr. Abraham Shek Lai Him, Mr. Fong Shing Kwong, Mr. Tony Tse Wai Chuen and Mr. Andrew Fan Chun Wah are the Independent Non-Executive Directors of the Company.*