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KWAN ON HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1559)

POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING HELD ON 28 SEPTEMBER 2022

The board (the “**Board**”) of directors (the “**Directors**”) of Kwan On Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions as set out in the notice (the “**Notice**”) of annual general meeting of the Company dated 26 August 2022 were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll at the annual general meeting of the Company held on 28 September 2022 (the “**2022 AGM**”).

As at the date of the 2022 AGM, the total number of ordinary shares of the Company in issue (“**Shares**”) was 1,869,159,962, being all the Shares which entitled the Shareholders to attend and vote for or against the resolutions proposed at the 2022 AGM. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, none of the shareholders were required to abstain from voting at the 2022 AGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). In addition, there were no Shares entitling the holders to attend and abstain from voting in favour of any resolution at the 2022 AGM as set out in Rule 13.40 of the Listing Rules. No parties had stated in the circular of the Company dated 26 August 2022 that they intended to vote against or to abstain from voting on any resolution at the 2022 AGM.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the 2022 AGM for the purpose of the vote-taking.

All Directors attended the 2022 AGM in person or by electronic means.

The poll results in respect of all the resolutions proposed at the 2022 AGM are set out as follows:

Ordinary resolutions		Number of Votes (%)		Total Votes
		For	Against	
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and the auditors of the Company for the year ended 31 March 2022:	1,135,406,322 (100%)	0 (0%)	1,135,406,322 (100%)
2.	To re-appoint PKF Hong Kong Limited as auditors of the Company and its subsidiaries for the year ending 31 March 2023 and authorise the board of Directors to fix their remuneration;	1,135,406,322 (100%)	0 (0%)	1,135,406,322 (100%)
3.	(a) To re-elect Mr. Chen Zhenghua as an executive Director and the board of Directors be authorised to fix his remuneration;	1,135,406,322 (100%)	0 (0%)	1,135,406,322 (100%)
	(b) To re-elect Professor Lam Sing Kwong, Simon as an independent non-executive Director and the board of Directors be authorised to fix his remuneration;	1,135,406,322 (100%)	0 (0%)	1,135,406,322 (100%)
	(c) To re-elect Mr. Gong Zhenzhi as an independent non-executive Director and the board of Directors be authorised to fix his remuneration;	1,135,406,322 (100%)	0 (0%)	1,135,406,322 (100%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution;	1,039,456,322 (91.55%)	95,950,000 (8.45%)	1,135,406,322 (100%)
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution;	1,039,456,322 (91.55%)	95,950,000 (8.45%)	1,135,406,322 (100%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company; and	1,039,456,322 (91.55%)	95,950,000 (8.45%)	1,135,406,322 (100%)
7.	To approve the increase in authorised share capital to HK\$100,000,000 by the creation of additional 8,000,000,000 shares of HK\$0.01 each of the Company.	1,039,456,322 (91.55%)	95,950,000 (8.45%)	1,135,406,322 (100%)

Special resolution		Number of Votes (%)		Total Votes
		For	Against	
8.	To adopt the amended and restated memorandum of association and articles of association of the Company in substitution for and to exclusion of the existing memorandum of association and articles of association of the Company.	1,039,456,322 (91.55%)	95,950,000 (8.45%)	1,135,406,322 (100%)

Notes:

- i. The above table only provides a summary of the resolutions. The full text of these resolutions is set out in the Notice.
- ii. The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders voted at the 2022 AGM in person, by authorised corporate representative(s) or by proxies.

As more than 50% of the votes were cast in favour of the above resolutions numbered 1-7, those resolutions were duly passed as ordinary resolutions.

As at least 75% or more of the votes were cast in favour of the resolution numbered 8 above, such resolution was duly passed as a special resolution.

By order of the Board
Kwan On Holdings Limited
Chen Zhenghua
Chairman

Hong Kong, 28 September 2022

As at the date of this announcement, the Executive Directors are Mr. Chen Zhenghua, Mr. Zhang Fangbing, and Mr. Cao Lei; and the Independent Non-Executive Directors are Professor Lam Sing Kwong, Simon, Mr. Lum Pak Sum and Mr. Gong Zhenzhi.

This announcement will remain on the “Latest Company Announcements” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.kwanonconstruction.com.