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# HKRI

**香港興業國際集團有限公司\***  
**HKR International Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 00480)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 23 AUGUST 2023,  
RETIREMENT OF DIRECTOR  
AND  
CHANGE OF COMPOSITION OF THE NOMINATION COMMITTEE**

**POLL RESULTS OF THE AGM**

The board of directors (the “Board”) of HKR International Limited (the “Company”) is pleased to announce that at the annual general meeting (“AGM”) of the Company held on 23 August 2023, all proposed resolutions set out in the notice of AGM dated 12 July 2023 (the “Notice”) were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) <sup>A</sup>	
		For	Against
1	To receive the audited consolidated financial statements and the reports of the Board of Directors and the Independent Auditor of the Company for the year ended 31 March 2023.	940,039,227 (100%)	0 (0%)
2	To declare a final dividend for the year ended 31 March 2023.	940,039,227 (100%)	0 (0%)
3(1)	To re-elect Mr CHA Mou Zing Victor as an Executive Director;	939,681,619 (99.961958%)	357,608 (0.038042%)
3(2)	To re-elect Mr LEE Ivan Wank-hay as an Executive Director;	939,859,654 (99.980897%)	179,573 (0.019103%)

3(3)	To re-elect Mr CHA Mou Daid Johnson as a Non-executive Director;	939,701,094 (99.964030%)	338,133 (0.035970%)
3(4)	To re-elect Mr TANG Kwai Chang as an Independent Non-executive Director;	940,039,227 (100%)	0 (0%)
3(5)	To authorise the Board of Directors of the Company to fix the fees of all Directors of the Company (including any new Director who may be appointed) for the year ending 31 March 2024.	939,859,654 (99.980897%)	179,573 (0.019103%)
4	To re-appoint Messrs PricewaterhouseCoopers as the Independent Auditor of the Company for the ensuing year and to authorise the Board of Directors of the Company to fix their remuneration.	939,795,535 (99.974076%)	243,692 (0.025924%)
5(1)	To grant a general mandate to the Directors of the Company to allot, issue, grant, distribute and otherwise deal with additional shares of the Company <sup>#</sup> (“Issue Mandate”).	890,473,623 (94.727283%)	49,565,604 (5.272717%)
5(2)	To grant a general mandate to the Directors of the Company to purchase or buy back shares of the Company <sup>#</sup> (“Buy-back Mandate”).	939,859,654 (99.980897%)	179,573 (0.019103%)
5(3)	Conditional on the passing of resolutions numbered 5(1) and 5(2), to extend the Issue Mandate to include those purchased under the Buy-back Mandate <sup>#</sup> .	900,273,623 (95.769793%)	39,765,604 (4.230207%)

<sup>^</sup> All percentages rounded to 6 decimal places.

<sup>#</sup> The full text of resolutions 5(1), 5(2) and 5(3) are set out in the Notice.

#### Notes:

- (1) Number of shares entitling the holders to attend and vote on all the resolutions at the AGM: 1,485,301,803 shares.
- (2) Number of shares for holders required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “Listing Rules”) to abstain from voting at the AGM: Nil.
- (3) The scrutineer for the poll at the AGM was Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong.

- (4) In accordance with rule 13.39(5A) of the Listing Rules, the Directors of the Company, namely Mr CHA Mou Zing Victor, Ms WONG CHA May Lung Madeline, Mr TANG Moon Wah, Mr CHEUNG Ho Koon, Mr LEE Ivan Wank-hay, Ms NGAN Man Ying, Mr CHA Yiu Chung Benjamin, Mr CHEUNG Wing Lam Linus, Mr FAN Hung Ling Henry, Ms HO Pak Ching Loretta, Ms Barbara SHIU and Mr TANG Kwai Chang attended the AGM in person or by electronic means. Mr CHA Mou Daid Johnson was unable to attend the AGM due to other business engagement.

## **RETIREMENT OF DIRECTOR AND CHANGE OF COMPOSITION OF THE NOMINATION COMMITTEE**

The Board announces that Ms HO Pak Ching Loretta retired as an Independent Non-executive Director (“INED”) of the Company with effect from the conclusion of the AGM. Ms HO retired as an INED by rotation at the AGM pursuant to the articles of association of the Company and did not offer herself for re-election. Upon her retirement, Ms HO ceased to be a member of the Audit Committee and Nomination Committee of the Company.

Ms HO has confirmed that she has no disagreement with the Board and there is no matter relating to her retirement that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Company is pleased to announce that Ms Barbara SHIU, an INED of the Company, be appointed as a member of the Nomination Committee of the Company following the retirement of Ms HO on 23 August 2023.

An additional annual fee for each Non-executive Director, including INED, acts as the Nomination Committee member is HK\$100,000. Ms SHIU will receive an additional fee calculated on the aforesaid basis in proportion to the term of her services for acting as a member of the Nomination Committee of the Company for the year ending 31 March 2024.

The Board would like to express its sincere gratitude to Ms HO for her contributions to the Company during her tenure of service and thank Ms SHIU for accepting her new appointment.

By order of the Board  
**HKR International Limited**  
**LEUNG Wai Fan**  
*Company Secretary*

Hong Kong, 23 August 2023

As at the date of this announcement, the Board comprises:

***Executive Chairman***

Mr CHA Mou Zing Victor

***Non-executive Deputy Chairman***

Ms WONG CHA May Lung Madeline

***Executive Directors***

Mr TANG Moon Wah (*Managing Director*)

Mr CHEUNG Ho Koon

Mr LEE Ivan Wank-hay

Ms NGAN Man Ying

***Non-executive Directors***

Mr CHA Mou Daid Johnson

Mr CHA Yiu Chung Benjamin

***Independent Non-executive Directors***

Mr CHEUNG Wing Lam Linus

Mr FAN Hung Ling Henry

Ms Barbara SHIU

Mr TANG Kwai Chang

*\* Registered under the predecessor ordinance of the Companies Ordinance, Chapter 622 of the laws of Hong Kong*