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- (1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 29 JUNE 2020**
- (2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF NOMINATION COMMITTEE, MEMBER OF
REMUNERATION COMMITTEE AND AUDIT COMMITTEE; AND**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF NOMINATION COMMITTEE, MEMBER OF
REMUNERATION COMMITTEE AND AUDIT COMMITTEE**

RESULTS OF THE AGM

The Board is pleased to announce that all Ordinary Resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM.

RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF NOMINATION COMMITTEE, MEMBER OF REMUNERATION COMMITTEE AND AUDIT COMMITTEE

The Board announces that Mr. Zhang Hua retired from office as an independent non-executive Director, the chairman of the Nomination Committee, a member of the Remuneration Committee and the Audit Committee at the conclusion of the AGM. Following the retirement of Mr. Zhang Hua, the Board further announces that Mr. Li Guang Jian was appointed as an independent non-executive Director, the chairman of the Nomination Committee, a member of the Remuneration Committee and the Audit Committee.

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Momentum Financial Holdings Limited (the “**Company**”) dated 21 May 2020. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that the proposed ordinary resolutions (the “**Ordinary Resolutions**”) set out in the Notice of AGM were duly passed by the shareholders (the “**Shareholders**”) by way of poll at the AGM.

As at the date of the AGM, there were 982,000,000 shares (the “**Shares**”) in issue. As stated in the Circular, none of the Shareholders was required to abstain from voting in respect of the Ordinary Resolutions at the AGM. The total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolutions at the AGM was 982,000,000 Shares. No Shareholder was entitled to attend but was required to vote only against the Ordinary Resolutions at the AGM and no parties that had stated their intention in the Circular to vote against the Ordinary Resolutions or to abstain from voting at the AGM. It was noted that there were no restrictions on any Shareholders to cast votes on any of the Ordinary Resolutions. The poll results of the Ordinary Resolutions were as follows:

Ordinary Resolutions (Note)		Number of vote (%)	
		For	Against
1	To receive and adopt the audited financial statements, director’s reports and independent auditor’s report of the Company for the year ended 31 December 2019.	501,390,210 Shares (100.00%)	0 Share (0.00%)
2(A)	To re-elect Mr. Ng Hoi as an executive director of the Company.	501,390,210 Shares (100.00%)	0 Share (0.00%)
2(B)	To re-elect Mr. Liu Xin Chen as an executive director of the Company.	501,390,210 Shares (100.00%)	0 Share (0.00%)
2(C)	To re-elect Mr. Chan Chun Man as an executive director of the Company.	501,390,210 Shares (100.00%)	0 Share (0.00%)
2(D)	To re-elect Mr. Wong Lap Wai as an independent non-executive director of the Company.	501,390,210 Shares (100.00%)	0 Share (0.00%)
2(E)	To authorize the board of directors to fix the directors’ remuneration.	501,390,210 Shares (100.00%)	0 Share (0.00%)
3	To re-appoint McMillan Woods (Hong Kong) CPA Limited as the Company’s auditor and authorise the directors to fix its remuneration.	501,390,210 Shares (100.00%)	0 Share (0.00%)
4(A)	To approve the repurchase by the Company of its own shares.	501,390,210 Shares (100.00%)	0 Share (0.00%)
4(B)	To give a general mandate to the directors to issue additional shares.	501,390,210 Shares (100.00%)	0 Share (0.00%)
4(C)	To extend the general mandate in Ordinary Resolution No. 4(B).	501,390,210 Shares (100.00%)	0 Share (0.00%)

Note: Please refer to the Notice of AGM contained in the Circular for the full version of the Ordinary Resolutions.

As more than 50% of the votes were cast in favour of each of the Ordinary Resolutions, all Ordinary Resolutions were duly passed by the Shareholders by way of poll at the AGM.

Union Registrars Limited, the branch share registrar and transfer office of the Company, was appointed to act as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE NOMINATION COMMITTEE, MEMBER OF THE REMUNERATION COMMITTEE AND AUDIT COMMITTEE

The Board announces that Mr. Zhang Hua (“**Mr. Zhang**”) did not offer himself for re-election at the AGM and has retired as an independent non-executive Director, the chairman of the nomination committee of the Company (the “**Nomination Committee**”), a member of the remuneration committee of the Company (the “**Remuneration Committee**”) and the audit committee of the Company (the “**Audit Committee**”) at the conclusion of the AGM in pursuit of his other business commitments which require more of his dedications.

Mr. Zhang has confirmed that he has no disagreement with the Board and there is nothing relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Zhang for his valuable contributions to the Company during his tenure of service.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF NOMINATION COMMITTEE, MEMBER OF REMUNERATION COMMITTEE AND AUDIT COMMITTEE

The Board further announces that Mr. Li Guang Jian (“**Mr. Li**”) has been appointed as an independent non-executive Director, chairman of the Nomination Committee, a member of the Remuneration Committee and the Audit Committee following the retirement of Mr. Zhang with effect from 29 June 2020. The biographical details of Mr. Li are set out below:

Mr. Li, aged 44, graduated from Xuchang College* (formerly known as Xuchang Teachers Technical College*), majoring in national economic management, and studied at the advanced course of economic management (full-time) at Peking University. Mr. Li is a certified tax practitioner, accountant, securities analyst in the People’s Republic of China and certified management accountant in the United States. Mr. Li worked in Tianzhi International Accounting Firm (Shenzhen Branch)* for 6 years. He was a senior project manager and director of a Chinese management consulting company from 2011 to 2016. From 2016 to 2020, Mr. Li also served as the financial controller of China fund management company and tax advisory company, and as a company director of other private companies. Mr. Li has solid working experience in accounting, financial management, project investment management, auditing, and tax consulting.

Mr. Li entered into a service agreement with the Company commencing on 29 June 2020 for one year, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the bye-laws of the Company and shall be automatically renewed unless both parties agreed in writing. Mr. Li is currently entitled to a director’s fee of HK\$180,000 per annum, which is determined with reference to his relevant qualifications, experience, responsibilities and duties in the Company and the prevailing market benchmarks. The service agreement can be terminated by either party by giving not less than one-month prior written notice.

Save as disclosed above, Mr. Li has not held any directorships in any other public companies, the securities of which are or have been listed on any securities market in Hong Kong or overseas, in the last three years and does not have any other major appointment or professional qualifications.

Save as disclosed above, as at the date of this announcement, Mr. Li does not hold any other positions in the Company or its subsidiaries and does not have any other relationship with any other Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Li is not interested or deemed to be interested in any Shares or underlying Shares or its associated corporations pursuant to Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there are no other matters relating to the appointment of Mr. Li that need to be brought to the attention of the Shareholders or are required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Li on the Board.

By Order of the Board
Momentum Financial Holdings Limited
Liu Xin Chen
Executive Director

Hong Kong, 29 June 2020

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Ng Hoi, Mr. Liu Xin Chen, Mr. Huang Jian and Mr Chan Chun Man; one non-executive Director, namely, Mr. Chong Yu Keung and three independent non-executive Directors, namely, Mr. Wong Lap Wai, Mr. Yeh Tung Ming and Mr. Li Guang Jian.

* *For identification purpose only*