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Wing Fung Group Asia Limited

榮豐集團亞洲有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8526)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 6 JUNE 2024

The Board (the “**Board**”) of directors (the “**Directors**”) of Wing Fung Group Asia Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at Unit D, 21/F., Tower B, Billion Centre, 1 Wang Kwong Road, Kowloon Bay, Kowloon, Hong Kong on Thursday, 6 June 2024 at 12:00 noon (“**AGM**”), all proposed ordinary resolutions and the special resolution (collectively, the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating the notice of the AGM dated 17 April 2024 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes cast (%)	
		For	Against
(1)	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditor of the Company for the year ended 31 December 2023;	83,552,500 100.00%	0 0.00%
(2)(a)(i)	To re-elect Mr. Choy Hiu Fai Eric as an independent non-executive director of the Company;	83,552,500 100.00%	0 0.00%
(2)(a)(ii)	To re-elect Mr. Lei For as an independent non-executive director of the Company;	83,552,500 100.00%	0 0.00%
(2)(b)	To authorise the Board to fix the remuneration of the Directors;	83,552,500 100.00%	0 0.00%

Ordinary Resolutions		Number of votes cast (%)	
		For	Against
(3)	To re-appoint Mazars CPA Limited as the auditor of the Company and authorise the Board to fix their remuneration;	83,552,500 100.00%	0 0.00%
(4)	To grant a general mandate to the Directors to issue, allot and otherwise deal with the shares of the Company (“ Shares ”), not exceeding 20% of the number of issued Shares as at the date of this Resolution;	83,552,500 100.00%	0 0.00%
(5)	To grant a repurchase mandate to the Directors to repurchase the Shares, not exceeding 10% of the number of issued Shares as at the date of this Resolution;	83,552,500 100.00%	0 0.00%
(6)	To add the number of the Shares repurchased by the Company to the mandate granted to the Directors under the resolution no. 4;	83,552,500 100.00%	0 0.00%
Special Resolution		Number of votes cast (%)	
		For	Against
(7)(a)	To adopt the proposed amendments to the existing memorandum of association and articles of association of the Company.	83,552,500 100.00%	0 0.00%
(b)	To adopt the new memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company.		
(c)	To authorise any director or company secretary or registered office provider of the Company to do all such acts and things and execute all such documents and make all such arrangement as they shall, in their absolute discretion, deem necessary or expedient to give effect to the proposed amendments to the existing memorandum of association and articles of association of the Company and the proposed adoption of the new memorandum of association and articles of association of the Company.		

The full text of the Resolutions appears in the notice of AGM.

As more than 50% of votes were cast in favour of the ordinary resolutions nos. 1 to 6, these resolutions were duly passed by the Shareholders as ordinary resolutions.

As more than 75% of votes were cast in favour of the special resolution no. 7, this resolution was duly passed by the Shareholders as special resolution.

As at the date of the AGM:

- (a) the total number of shares of the Company in issue was 162,250,000 Shares, entitling the holder to attend and vote for or against all resolutions at the AGM;
- (b) there were no Shares entitling the holder to attend and abstain from voting in favor of the Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”);
- (c) none of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the AGM or to abstain; and
- (d) none of the Shareholders was required under the GEM Listing Rules to abstain from voting on any Resolutions at the AGM.

There was no restrictions on any Shareholder casting votes on any of the Resolutions at the AGM.

All directors of the Company attended the AGM in person or by telephone conference.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

By order of the Board
Wing Fung Group Asia Limited
Chung Chi Keung
*Chairman, Chief Executive Officer and
Executive Director*

Hong Kong, 6 June 2024

As at the date of this announcement, the executive Directors are Mr. Chung Chi Keung and Ms. Lai Suk Fan; and the independent non-executive Directors are Mr. Choy Hiu Fai Eric, Mr. Lei For and Mr. Lai Wai Ming.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the date of its publication. This announcement will also be published on the Company’s website at www.wingfunggroup.com.