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**Dragon King Group Holdings Limited**

**龍皇集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8493)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 31 OCTOBER 2022 AND RETIREMENT OF DIRECTORS**

Reference is made to the circular (the “**Circular**”) of Dragon King Group Holdings Limited (the “**Company**”) dated 29 September 2022 setting out, inter alia, the notice (the “**Notice**”) of the Company’s annual general meeting (the “**AGM**”) held on 31 October 2022. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the Company has a total 172,800,000 issued Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the ordinary resolutions (the “**Resolutions**”) proposed at the AGM. There was no restriction on any Shareholders casting votes on any of the proposed Resolutions at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the proposed Resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders were required under the GEM Listing Rules to abstain from voting at the AGM. No holder has stated his/her/its intention in the Circular to vote against or abstain from voting on any proposed Resolution at the AGM.

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

The poll results of the Resolutions proposed at the AGM are as follows:

| ORDINARY RESOLUTIONS |   | Number of votes<br>(% to the total number of<br>shares voted at the AGM) |                        | Total number<br>of votes cast |
|----------------------|---|--|------------------------|-------------------------------|
|                      |   | FOR  | AGAINST                |                               |
| 1.                   | To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company and auditor of the Company for the year ended 31 December 2021.                       | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
| 2.                   | (a) To re-elect Ms. Shen Taiju as an executive director of the Company;   | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
|                      | (b) To re-elect Mr. Lee Yiu Keung as an independent non-executive director of the Company;  | 871,101<br>(4.16%)   | 20,064,000<br>(95.84%) | 20,935,101                    |
|                      | (c) To re-elect Mr. Wang Jingan as an independent non-executive director of the Company;  | 871,101<br>(4.16%)   | 20,064,000<br>(95.84%) | 20,935,101                    |
|                      | (d) To re-elect Mr. Wong Luen Tung as an independent non-executive director of the Company; and   | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
|                      | (e) To authorise the board of Directors (the “ <b>Board</b> ”) to fix the remuneration of the Directors.  | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
| 3.                   | To re-appoint Messrs. UniTax Prism (HK) CPA Limited as the independent auditor of the Company for the year ending 31 December 2022 and authorise the Board to fix their remuneration.   | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
| 4.                   | To grant a general mandate granted to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of the issued shares of the Company as at the date of passing this resolution.   | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
| 5.                   | To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of the issued shares of the Company as at the date of passing this resolution.                                      | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |
| 6.                   | To extend the general mandate granted to the directors of the Company 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. | 20,935,101<br>(100%)   | 0<br>(0%)              | 20,935,101                    |

*Note:* The description of the above resolutions is by way of summary only. Full text of the Resolutions is set out in the Circular and the Notice.

The Board announce that as more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6 except the resolution numbered 2(b) and 2 (c), the resolutions numbered 1 to 6 except the resolution numbered 2(b) and 2 (c) were duly passed by way of poll as Resolutions at the AGM.

Apart from Mr. Wang Jingan was unable to attend the AGM due to other business engagements, the executive Director, Ms. Shen Taiju and independent non-executive Directors Mr. Lee Yiu Keung and Mr. Wong Luen Tung attended the AGM either in person or by electronic means.

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

The Board further announces that as the Resolutions numbered 2(b) and 2(c) was not passed by the Shareholders as Resolutions at the conclusion of the AGM, both of Mr. Lee Yiu Keung (“**Mr. Lee**”) and Mr. Wang Jingan (“**Mr. Wang**”) were retired by rotation as an independent non-executive Director in accordance with the Cayman Islands law and the Resolutions.

Due to the retirement, Mr. Lee is ceased to be the chairman of the remuneration committee and a member of each of the audit committee and nomination committee of the Board, Mr. Wang is ceased to be the member of each of the audit committee, remuneration committee and nomination committee of the Board. The Board would like to express its appreciation to Mr. Lee and Mr. Wang for their past contribution to the Company during their tenure of service. Both Mr. Lee, Mr. Wang and the Board are not aware of any matter relating to the their retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

Pursuant to Rule 5.05(1) of the GEM Listing Rules, the board of directors of a listed issuer must include at least three independent non-executive directors. Further, the audit committee should comprise of a minimum of three members as required under Rule 5.28 of the GEM Listing Rules. Under Rules 5.34 of the GEM Listing Rules requires the remuneration committee chaired by an independent non-executive director and comprising a majority of independent non-executive directors and Rules 5.36A of the GEM Listing Rules requires the nomination committee chaired by the chairman of the board or an independent non-executive director and comprising a majority of independent non-executive directors.

Following the retirement of Mr. Lee and Mr. Wang, the numbers of independent non-executive director on the Board and the members of the audit committee of the Board are less than three as required under Rules 5.05(1) and 5.28 of the GEM Listing Rules and the remuneration committee and nomination committee of the Board were not comprised a majority of independent non-executive directors. The Company is endeavoring to identify suitable candidate to fill the vacancies with the expectation within 3 months from the effective date of the resignation of Mr. Lee and Mr. Wang pursuant to Rules 5.06 and 5.33 of the GEM Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board  
**Dragon King Group Holdings Limited**  
**Shen Taiju**  
*Chairman*

Hong Kong, 31 October 2022

*As at the date of this announcement, the Board comprises Ms. Shen Taiju (Chairman) as executive Director; and Mr. Wong Luen Tung as independent non-executive Director.*

*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.*

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