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(1) POLL RESULTS OF THE 2021 ANNUAL GENERAL MEETING

(2) CHANGES OF DIRECTORS

(3) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

The board of directors (the “**Board**”) of S E A Holdings Limited (the “**Company**”) announces that all resolutions proposed at the annual general meeting of the Company held on 28 May 2021 (the “**AGM**”) were duly passed by the shareholders of the Company by way of poll.

With effect from the conclusion of the AGM:

- (a) Mr. Lam Sing Tai and Mr. Leung Hok Lim retired as Directors of the Company.
- (b) Mr. Leung Hok Lim also ceased as the chairman of the Audit Committee of the Company and a member of each of the Nomination Committee and Remuneration Committee of the Company.
- (c) Mr. Chan Kwok Wai, an Independent Non-executive Director of the Company (the “**INED**”), has been appointed as the chairman of the Audit Committee of the Company.
- (d) Mr. Lo Wai Tung Welman has been appointed as an INED and a member of each of the Audit Committee, Nomination Committee and Remuneration Committee of the Company.

Mr. Lincoln Lu has tendered his resignation as a Non-executive Director of the Company (the “**NED**”) with effect from 28 May 2021.

* For identification purpose only

(1) POLL RESULTS OF THE AGM

At the AGM, a poll was demanded by the Chairman of the AGM for voting on all the proposed resolutions as set out in the notice of the AGM dated 27 April 2021.

The Board announces that all the resolutions were approved by the shareholders of the Company and the poll results are set out as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider, receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and the independent auditor for the year ended 31 December 2020.	465,498,349 (99.95%)	223,890 (0.05%)
2.	To approve a final dividend of HK3 cents per share for the year ended 31 December 2020.	465,498,349 (99.95%)	223,890 (0.05%)
3.	(A) To re-elect Mr. Yap Shee Liam as an executive director of the Company.	465,498,349 (99.95%)	223,890 (0.05%)
	(B) To re-elect Mr. Walujo Santoso, Wally as an independent non-executive director of the Company.	465,455,963 (99.94%)	266,276 (0.06%)
4.	To fix a maximum number of directors at 12 and authorise the board of directors of the Company to appoint additional directors up to such maximum number.	465,498,349 (99.95%)	223,890 (0.05%)
5.	To re-appoint Deloitte Touche Tohmatsu as independent auditor for the ensuing year and authorise the board of directors of the Company to fix their remuneration.	465,498,349 (99.95%)	223,890 (0.05%)
6.	(A) To grant a general mandate to the directors to allot, issue and otherwise deal with additional shares not exceeding 20% of the total number of the issued shares of the Company.	460,805,013 (98.94%)	4,917,226 (1.06%)
	(B) To grant a general mandate to the directors to repurchase the Company's shares not exceeding 10% of the total number of the issued shares of the Company.	465,498,349 (99.95%)	223,890 (0.05%)
	(C) To extend, conditional upon Resolutions No. 6(A) and No. 6(B) being duly passed, the general mandate under Resolution No. 6(A) by the addition of the total number of the shares to be repurchased by the Company pursuant to Resolution No. 6(B).	460,805,013 (98.94%)	4,917,226 (1.06%)

As more than 50% of the votes were cast in favour of each of the resolutions, all the above resolutions were duly passed as ordinary resolutions of the Company.

Notes:

- (a) At the date of the AGM, the number of issued shares of the Company was 642,238,726 shares, which was the total number of shares entitling the shareholders to attend and vote on the resolutions at the AGM.
- (b) There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM.
- (c) There were no shares of the Company entitling the shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (d) No shareholders were required to abstain from voting at the AGM under the Listing Rules.
- (e) No parties have indicated in the circular containing the notice of the AGM to vote against or to abstain from voting on any resolutions at the AGM.
- (f) The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer for vote-taking at the AGM.

(2) CHANGES OF DIRECTORS

(a) Retirement of Directors

Reference is made to the announcement published by the Company on 26 March 2021, pursuant to which, Messrs. Lam Sing Tai and Leung Hok Lim indicated that they would not offer themselves for re-election as Directors of the Company at the AGM.

The Board announces that Mr. Lam and Mr. Leung retired as Directors of the Company with effect from the conclusion of the AGM. In addition, Mr. Leung ceased as the chairman of the Audit Committee of the Company and a member of each of the Nomination Committee and Remuneration Committee of the Company with effect from the conclusion of the AGM.

(b) Appointment of INED

The Board announces that Mr. Lo Wai Tung Welman has been appointed as an INED with effect from the conclusion of the AGM.

Mr. Lo, aged 44, currently is the Founder and Chairman of Glide East (Holdings) Limited, a design and manufacturing company in Hong Kong. He has more than 20 years of experience in international trading and manufacturing. In addition, he acts as consultant for numerous intellectual property creative organizations. Mr. Lo holds a Bachelor of Commerce degree from the University of British Columbia in Canada.

Mr. Lo did not hold any directorship in the last three years in any other public companies, the securities of which are listed in Hong Kong or overseas.

As at the date of this announcement, Mr. Lo declared that he does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

There is no director’s service contract entered into between the Company and Mr. Lo. The Company and Mr. Lo have executed a letter of appointment for a term of three years in respect of his appointment as an INED. In accordance with the Company’s Bye-laws, Mr. Lo (i) shall hold office only until the next general meeting of the Company and shall be eligible for re-election at the meeting and (ii) is subject to retirement by rotation but will be eligible for re-election, and in any event, no later than the third annual general meeting after he was last elected or re-elected. As an INED, he is entitled to an annual director’s fee of HK\$400,000.

Mr. Lo confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, Mr. Lo confirmed that there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there are no other matters relating to the appointment of Mr. Lo that need to be brought to the attention of the shareholders of the Company.

(c) Resignation of Director

The Board further announces that Mr. Lincoln Lu has tendered his resignation as a NED with effect from 28 May 2021 due to his desire to pursue other business commitments.

Mr. Lu has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

(3) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces the following changes in the composition of the Audit Committee, Nomination Committee and Remuneration Committee of the Company with effect from the conclusion of the AGM:

- (a) Mr. Chan Kwok Wai, an INED, has been appointed as the chairman of the Audit Committee of the Company; and
- (b) Mr. Lo Wai Tung Welman has been appointed as a member of the Audit Committee, Nomination Committee and Remuneration Committee of the Company.

The Board would like to express its appreciation to Messrs. Lam Sing Tai, Leung Hok Lim and Lincoln Lu for their valuable contributions to the Company during their tenure of office and offer its best wishes to them. Taking this opportunity, the Board would also like to extend its warm welcome to Mr. Lo Wai Tung Welman on his appointment.

By Order of the Board
S E A Holdings Limited
Lu Wing Chi, Jesse
Chairman

Hong Kong, 28 May 2021

The directors of the Company as at the date of this announcement are:

Executive Directors:

Mr. Lu Wing Chi, Jesse (*Chairman*)
Mr. Lambert Lu (*Chief Executive*)
Mr. Yap Shee Liam (*Chief Financial Officer*)

Independent Non-executive Directors:

Mr. Walujo Santoso, Wally
Mr. Chung Pui Lam
Mr. Chan Kwok Wai
Mr. Lo Wai Tung Welman