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**SOLIS HOLDINGS LIMITED**  
**守益控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2227)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 17 JUNE 2022  
AND RETIREMENT OF DIRECTORS**

The board (the “**Board**”) of directors (the “**Directors**”) of Solis Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) held on 17 June 2022, all proposed resolutions (“**Resolutions**”) as set out in the notice of the AGM dated 29 April 2022 (the “**AGM Notice**”) were duly passed as ordinary resolutions of the Company by way of poll. The poll results of the AGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate % of total number of votes cast	
		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and of the auditors for the year ended 31 December 2021.	537,284,000 (100%)	0 (0%)
2.	To re-elect Mr. Tay Yong Hua as an executive Director.	537,284,000 (100%)	0 (0%)
3.	To re-elect Mr. Lu Xianglong as a non-executive Director.	7,492,000 (1.39%)	529,792,000 (98.61%)
4.	To re-elect Mr. Cheung Garnok as an independent non-executive Director.	537,284,000 (100%)	0 (0%)
5.	To re-elect Ms. Zhang Xiuyan as an independent non-executive Director.	7,492,000 (1.39%)	529,792,000 (98.61%)

Ordinary Resolutions		Number of votes cast and approximate % of total number of votes cast	
		FOR	AGAINST
6.	To re-elect Mr. Kwong Choong Kuen (Huang Zhongquan) as an independent non-executive Director.	537,284,000 (100%)	0 (0%)
7.	To authorise the Board of Directors to fix the Directors' remuneration.	537,284,000 (100%)	0 (0%)
8.	To re-appoint Baker Tilly TFW LLP as auditors of the Company and to authorize the Board of Directors to fix their remuneration.	537,284,000 (100%)	0 (0%)
9.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital.	537,284,000 (100%)	0 (0%)
10.	To give a general mandate to the Directors to repurchase shares in the capital of the Company not exceeding 10% of the existing issued share capital.	537,284,000 (100%)	0 (0%)
11.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased.	537,284,000 (100%)	0 (0%)

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

As a majority of the votes were casted in favour of each of the above-mentioned Resolutions numbered 1 to 2, 4 and 6 to 11, such Resolutions were duly passed as ordinary resolutions of the Company and as less than 50% of votes were casted in favour of the above-mentioned Resolutions numbered 3 and 5, such Resolutions were not passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of shares of the Company was 915,600,000, which was the total number of shares entitling the holders to attend and vote for or against the Resolutions at the AGM. No holder of the shares of the Company was required to abstain from voting at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited.

In addition, no party has indicated in the circular of the Company dated 29 April 2022 that he intends to vote against or to abstain from voting on any of the Resolutions at the AGM.

Boardroom Share Registrars (HK) Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

## **RETIREMENT OF DIRECTORS**

Given that the Resolutions numbered 3 and 5 relating to the re-election of Mr. Lu Xianglong as a non-executive Director and Ms. Zhang Xiuyan as an independent non-executive Director were not passed at the AGM, Mr. Lu Xianglong retired as non-executive Director and Ms. Zhang Xiuyan retired as independent non-executive Director upon conclusion of the AGM. Following the retirement as an independent non-executive Director, Ms. Zhang Xiuyan ceased to be the chairman of Remuneration Committee and the member of Audit Committee and Corporate Governance Committee of the Board.

The Board is not aware of any information relating to disagreement of Mr. Lu Xianglong and Ms. Zhang Xiuyan with the Board and any matter relating to their retirement that needs to be brought to the attention of the Stock Exchange and the Shareholders.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Following the retirement of Ms. Zhang Xiuyan, the Company has only two independent non-executive directors; and has only two members in the Audit Committee, as such, the Company fails to meet (i) the requirement set out in Rule 3.10(1) and 3.21 of the Listing Rules that every board of directors of a listed issuer must include at least three independent non-executive directors; and (ii) the requirements set out in Rule 3.21 of the Listing Rules that the Audit Committee must comprise a minimum of three members.

The Board is in the process of identifying a suitable candidate to fill the vacancy of the position of independent non-executive Director who satisfies the requirements under Rules 3.10(1) and 3.21 of the Listing Rules and will use its best endeavours to ensure that the suitable candidate is appointed as soon as possible and, in any event, within three months from the effective date of the resignation of Ms. Zhang, pursuant to Rules 3.11 and 3.23 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

The Board would like to express its sincere gratitude to Mr. Lu Xianglong and Ms. Zhang Xiuyan for their valuable contribution to the Company during their tenure of office.

By Order of the Board  
**Solis Holdings Limited**  
**Tay Yong Hua**  
*Executive Chairman and Executive Director*

Singapore, 17 June 2022

*As at the date of this announcement, the executive Directors are Mr. Tay Yong Hua and Mr. Kenneth Teo Swee Cheng (Kenneth Zhang Ruiqing); and the independent non-executive Directors are Mr. Cheung Garnok and Mr. Kwong Choong Kuen (Huang Zhongquan).*