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HONG KONG RESOURCES HOLDINGS COMPANY LIMITED

香港資源控股有限公司

*(Incorporated in Bermuda with limited liability
and carrying on business in Hong Kong as HKRH China Limited)*
(Stock code: 2882)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 30 OCTOBER 2023 AND UPDATE ON THE SPECIAL DEAL

The Board is pleased to announce that the Ordinary Resolution proposed at the SGM was duly passed by the Shareholders by way of poll.

On 30 October 2023, the Executive has conditionally granted its consent to the Special Deal subject to the Special Deal being approved by a vote of the Independent Shareholders at the SGM by way of poll. The condition to the Special Deal imposed by the Executive was duly fulfilled as at the date of this announcement.

References are made to the circular (the “**Circular**”) of Hong Kong Resources Holdings Company Limited (the “**Company**”) dated 11 October 2023 and the proposed ordinary resolution (the “**Ordinary Resolution**”) set out in the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of the Company dated 11 October 2023. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings given to them in the Circular.

POLL RESULTS OF THE SGM

The Company is pleased to announce that the Ordinary Resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the SGM held on 30 October 2023. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

Directors of the Company, namely, Mr. Hu Hongwei, Dr. Loke Yu alias Loke Hoi Lam, Dr. Fan, Anthony Ren Da and Mr. Chan Kim Sun, attended the SGM in person or by way of electronic means. The two executive Directors, namely, Mr. Li Ning and Mr. Wang Chaoguang did not attend the SGM.

As at the date of the SGM, there were 269,671,601 Shares in issue. As disclosed in the Circular, Shareholders including (i) Mr. Li, Eminent Rise, Mr. Wang, Grace Fountain, Mr. Duan, Excel Horizon, their respective associates and parties acting in concert with any of them; (ii) the Offeror Concert Parties; and (iii) any other Shareholders who are involved or interested in the Disposal Agreement, the Sale and Purchase Agreements or the transactions contemplated thereunder, (collectively known as the “**Relevant Shareholders**”), were required to abstain from voting in respect of the relevant resolution at the SGM.

For the Ordinary Resolution, the Relevant Shareholders, holding an aggregate of 136,157,000 Shares (representing approximately 50.49% of the issued Shares), abstained from voting on the Ordinary Resolution at the SGM. The total number of Shares entitling Independent Shareholders to attend and vote for or against on the Ordinary Resolution at the SGM was 133,514,601 Shares, representing approximately 49.51% of the issued Shares as at the date of the SGM. As such, the Independent Shareholders holding 133,514,601 Shares (representing approximately 49.51% of the issued Shares) were entitled to attend and vote on the Ordinary Resolution.

Save as disclosed, (i) there were no Shares entitling the Shareholders to attend the SGM but abstain from voting in favour as set out in Rule 13.40 of the Listing Rules, (ii) no Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Ordinary Resolution at the SGM; and (iii) no Shareholder was required under the Listing Rules to abstain from voting on the Ordinary Resolution at the SGM.

The poll results for the Ordinary Resolution proposed at the SGM is as follows:

| Ordinary Resolution <i>(Note)</i> | Number of votes (Approximate %) | |
|---|---------------------------------|----------------|
| | For | Against |
| To approve, confirm and ratify the sale and purchase agreement dated 28 July 2023 entered into between the Company as vendor and Mr. Li Ning as purchaser in relation to the disposal of entire issued share capital in Brand New Management Limited by the Company to Mr. Li Ning for a total consideration of HK\$8,896,000 and all the transactions contemplated thereunder. | 29,675,287 (100%) | 0 (0%) |

Note: Please refer to the Notice for full text of the Ordinary Resolution.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed as ordinary resolution of the Company.

UPDATE ON THE SPECIAL DEAL

On 30 October 2023, the Executive has conditionally granted its consent to the Special Deal subject to the Special Deal being approved by a vote of the Independent Shareholders at the SGM by way of poll. As the Ordinary Resolution in relation to the Special Deal was duly passed by the Independent Shareholders by way of poll at the SGM, the condition to the Special Deal imposed by the Executive above was fulfilled as at the date of this announcement.

Yours faithfully
By order of the Board
Hong Kong Resources Holdings Company Limited
Li Ning
Chairman

Hong Kong, 30 October 2023

As at the date of this announcement, the Board comprises Mr. Li Ning (Chairman) and Mr. Wang Chaoguang (Co-chairman) as executive Directors; Mr. Hu Hongwei as non-executive Director; and Dr. Loke Yu alias Loke Hoi Lam, Dr. Fan, Anthony Ren Da and Mr. Chan Kim Sun as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.