

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



K. H. GROUP HOLDINGS LIMITED

劍虹集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1557)

POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING HELD ON 13 SEPTEMBER 2019

Reference is made to the circular (the “**2019 AGM Circular**”) of K.H. Group Holdings Limited (the “**Company**”) and the notice (the “**2019 AGM Notice**”) of the 2019 annual general meeting (“**2019 AGM**”) dated 15 July 2019. Capitalised terms used in this announcement shall have the same meanings as those defined in the 2019 AGM Circular unless otherwise defined herein.

The Board is pleased to announce that at the 2019 AGM held at Room 1703-04, Worldwide House, 19 Des Voeux Central, Central, Hong Kong on Friday, 13 September 2019 at 10:00 a.m., all the proposed resolutions as set out in the 2019 AGM Notice were duly passed by the Shareholders by way of poll.

The Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, was appointed as the scrutineer for the purpose of vote-taking at the 2019 AGM.

The poll results for the resolutions are as follows:

Ordinary resolutions proposed at the 2019 AGM		Number of votes cast (approximate percentage of total number of votes cast)	
		For	Against
1.	To receive and to consider, if thought, approve the audited consolidated financial statements and reports of Directors and Auditors for the year ended 31 March 2019	300,996,012 (100%)	0 (0%)
2.	a) To re-elect Mr. Chen Rongsheng as an Executive Director	300,996,012 (100%)	0 (0%)
	b) To re-elect Mr. Liu Xin as an Independent Non-executive Director	300,996,012 (100%)	0 (0%)
	c) To authorize the Board of Directors to fix the Directors' remuneration	300,996,012 (100%)	0 (0%)
3.	To re-appoint World Link CPA Limited as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration	300,996,012 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of this resolution	300,996,012 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution	300,996,012 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors under resolution (4) above to allot and issue the shares by the number of shares repurchased by the Company under the mandate referred to in resolution (5) above	300,992,012 (99.9987%)	4,000 (0.0013%)

The description of the resolutions above is by way of summary only. The full text appears in the 2019 AGM Notice.

As at the date of the 2019 AGM:

- (a) The total number of the issued shares in the Company and entitling the Shareholders to attend and vote for or against the resolutions at the 2019 AGM was 400,000,000 shares.
- (b) There was no shares which entitled the Shareholders to attend and abstain from voting in favour of the resolutions at the 2019 AGM as set out in rule 13.40 of the Listing Rules.
- (c) None of the Shareholders have stated their intention in the 2019 AGM Circular to vote against any of the resolutions at the 2019 AGM.
- (d) None of the shareholders is required under the Listing Rules to abstain from voting on any of the resolutions at the 2019 AGM.

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

By Order of the Board
K. H. Group Holdings Limited
Chen Rongsheng
Chairman and Executive Director

Hong Kong, 13 September 2019

As at the date of this announcement, the Board comprises two Executive Directors, namely, Mr. Chen Rongsheng (Chairman) and Mr. Guan Jingdong and three Independent Non-executive Directors, namely, Dr. Luo Tiejian, Dr. Lu Haitian and Mr. Liu Xin.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.