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英皇集團（國際）有限公司*
Emperor International Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code : 163)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 19 AUGUST 2021
AND
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND
MEMBERS OF BOARD COMMITTEES**

The Board is pleased to announce that all the proposed ordinary resolutions were duly passed by the Shareholders by way of poll at the AGM held today.

The Board also announces that at the AGM, Ms. Cheng Ka Yu retired by rotation as an independent non-executive director of the Company while Mr. Chu Kar Wing was elected as a director of the Company and acts as an independent non-executive director of the Company upon conclusion of the AGM.

Poll Results of the Annual General Meeting

Reference is made to the circular of Emperor International Holdings Limited (the “**Company**”) dated 13 July 2021 (“**Circular**”) setting out, inter alia, the notice of annual general meeting (“**Notice**”) of the Company held on 19 August 2021 (“**AGM**”). Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context otherwise requires.

The poll results of the ordinary resolutions (“**Resolutions**”) proposed at the AGM are as follows :

Resolutions		Number of Votes (% to the total number of shares voted at the AGM)		Total Number of Votes cast
		FOR	AGAINST	
1.	To consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31 March 2021 together with the reports of the Directors and Independent Auditor (“ Auditor ”) thereon.	3,261,365,620 Shares (100.00%)	0 Shares (0.00%)	3,261,365,620 Shares

*for identification purpose only

Resolutions		Number of Votes (% to the total number of shares voted at the AGM)		Total Number of Votes cast
		FOR	AGAINST	
2.	To declare final dividend (HK1.2 cents per share) for the year ended 31 March 2021.	3,261,365,620 Shares (100.00%)	0 Shares (0.00%)	3,261,365,620 Shares
3.	(A) To re-elect Mr. Wong Chi Fai as Director.	3,260,308,870 Shares (99.97%)	1,056,750 Shares (0.03%)	3,261,365,620 Shares
	(B) To re-elect Mr. Yeung Ching Loong, Alexander as Director.	3,260,308,870 Shares (99.97%)	1,056,750 Shares (0.03%)	3,261,365,620 Shares
	(C) To elect Mr. Chu Kar Wing as Director.	3,261,365,620 Shares (100.00%)	0 Shares (0.00%)	3,261,365,620 Shares
	(D) To authorise the Board of Directors to fix the Directors' remuneration.	3,261,247,620 Shares (99.99%)	118,000 Shares (0.01%)	3,261,365,620 Shares
4.	To re-appoint Deloitte Touche Tohmatsu as Auditor and to authorise the Board of Directors to fix their remuneration.	3,261,365,620 Shares (100.00%)	0 Shares (0.00%)	3,261,365,620 Shares
5.*	(A) To grant a general mandate to the Directors to issue shares of the Company.	3,215,704,608 Shares (98.60%)	45,661,012 Shares (1.40%)	3,261,365,620 Shares
	(B) To grant a general mandate to the Directors to buy back shares of the Company.	3,261,247,620 Shares (99.99%)	118,000 Shares (0.01%)	3,261,365,620 Shares
	(C) To extend the general mandate granted to the Directors to issue additional shares in the Company by the amount of shares bought back by the Company.	3,215,704,608 Shares (98.60%)	45,661,012 Shares (1.40%)	3,261,365,620 Shares

* The full text of Resolution No. 5 is set out in the Notice.

The Board is pleased to announce that as more than 50% of the votes were cast in favour of each of the Resolutions, all Resolutions were duly passed by the Shareholders as ordinary resolutions. The Company has appointed Tricor Secretaries Limited, the Company's Hong Kong Branch Share Registrar, to act as the scrutineer for the purpose of vote-taking at the AGM.

As at the date of AGM, the total number of shares of the Company entitling the holders to attend and vote at the AGM was 3,677,545,667 Shares. There were no restrictions on any Shareholder to cast votes on any of the Resolutions.

Change of Independent Non-executive Directors and Members of Board Committees

The Board also announces the following change of Independent Non-executive Directors and Members of Board Committees:

Retirement of Ms. Cheng Ka Yu (“Ms. Elsa Cheng”)

Ms. Elsa Cheng has served the Board for over 9 years and being eligible, did not offer herself for re-election and retired by rotation as an Independent Non-executive Director upon conclusion of the AGM. Following her retirement, Ms. Elsa Cheng automatically ceased to act as the chairperson of the Nomination Committee as well as a member of the Audit Committee and the Remuneration Committee under the Board.

Ms. Elsa Cheng confirmed that she had no disagreement with the Board and there was no matter relating to her retirement that would need to be brought to the attention of the Shareholders.

Appointment of Mr. Chu Kar Wing (“Mr. Chu”)

Mr. Chu was elected by the Shareholders at the AGM as Director and acts as an Independent Non-executive Director upon conclusion of the AGM in order to fill the casual vacancy created by the retirement of Ms. Elsa Cheng. At the same time, Mr. Chu has been appointed to succeed Ms. Elsa Cheng for her positions in the Audit Committee, Remuneration Committee and Nomination Committee.

Mr. Chu, aged 64, is currently an independent non-executive director of Emperor Capital Group Limited (Stock Code: 717). He was previously an independent non-executive director of another company, China Power Clean Energy Development Company Limited whose shares under Stock Code 735 were delisted on 19 August 2019. He has extensive experience in the banking and finance sector for several well-known corporations. Moreover, he is now the President of Canada-China Culture and Education Association. Mr. Chu holds a Bachelor’s Degree of Social Sciences majoring in Economics. Save as disclosed above, he did not hold any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Pursuant to the appointment letter given to Mr. Chu, his appointment as Independent Non-executive Director of the Company shall be for an initial term of 3 years commencing from 19 August 2021 and is subject to retirement by rotation at the annual general meetings of the Company at least once every 3 years in accordance with the Bye-laws and the Listing Rules. His term of service can be terminated by either party with written notice. Mr. Chu is entitled to receive a Director’s fee of HK\$280,000 per annum which was recommended by the Remuneration Committee and determined by the Board as authorized by the Shareholders at the annual general meeting, with reference to the market rate and the duties and responsibilities undertaken by him.

Mr. Chu does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company, nor does he have any interest in the Shares within the meaning of Part XV of the SFO as at the date hereof.

Save as disclosed above, the Board is not aware of any other information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders in relation to his appointment.

Mr. Chu also confirmed that he meets all independence criteria as set out under Rule 3.13 of the Listing Rules.

Board Appreciation

The Board would like to take this opportunity to express its sincere gratitude to Ms. Elsa Cheng for her valuable contributions to the Group during her tenure of service and extend a warm welcome to Mr. Chu for joining the Board.

By order of the Board
Emperor International Holdings Limited
Luk Siu Man, Semon
Chairperson

Hong Kong, 19 August 2021

As at the date hereof and after the above change, the Board comprises :

Non-Executive Director: Ms. Luk Siu Man, Semon

Executive Directors: Mr. Wong Chi Fai
Ms. Fan Man Seung, Vanessa
Mr. Cheung Ping Keung
Mr. Yeung Ching Loong, Alexander

Independent Non-Executive Directors: Mr. Wong Tak Ming, Gary
Mr. Chan Hon Piu
Mr. Chu Kar Wing