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## **Kwong Man Kee Group Limited**

### **鄺文記集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8023)**

## **(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 AUGUST 2019; AND (2) CHANGE OF CHIEF EXECUTIVE OFFICER**

Reference is made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of Kwong Man Kee Group Limited (the “**Company**”) both dated 28 June 2019. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE AGM**

As at the date of the AGM, the total number of the issued shares of the Company was 600,000,000, which was the total number of Shares entitling the holders to attend and vote for or against the proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice. There were no restrictions on any Shareholders to cast votes on any of the Resolutions and no person had indicated in the Circular any intention to vote against or to abstain from voting on the Resolutions at the AGM.

The Shareholders and the authorised proxies holding an aggregate of 375,762,200 Shares with voting rights voted at the AGM. The poll results in respect of all the Resolutions are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes cast (percentage of total number of votes cast)</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To receive and adopt the audited consolidated financial statements, the reports of the directors of the Company (the “ <b>Directors</b> ”) and the independent auditor’s report of the Company for the year ended 31 March 2019;	375,762,200 (100%)	0 (0%)
2.	To declare a final dividend of HK0.7 cents for each share in the company for the year ended 31 March 2019;	375,762,200 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes cast (percentage of total number of votes cast)	
		FOR	AGAINST
3.	(a) (i) To re-elect Ms. Yu Wan Wah Amparo as an independent non-executive Director;	375,762,200 (100%)	0 (0%)
	(ii) To re-elect Mr. Law Pui Cheung as an independent non-executive Director;	375,762,200 (100%)	0 (0%)
	(ii) To re-elect Mr. Wat Danny Hiu Yan as an independent non-executive Director;	375,762,200 (100%)	0 (0%)
	(b) To authorise the board of directors of the Company (the “ <b>Board</b> ”) to fix the remuneration of the Directors;	375,762,200 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix their remuneration;	375,762,200 (100%)	0 (0%)
5.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate nominal value of the issued share capital of the Company as at the date of passing this resolution (the “ <b>Issue Mandate</b> ”)*;	375,762,200 (100%)	0 (0%)
6.	To grant a general and unconditional mandate to the Directors to repurchase shares of the Company not exceeding 10% of the aggregate nominal value of the issued share capital of the Company as at the date of passing this resolution (the “ <b>Repurchase Mandate</b> ”);	375,762,200 (100%)	0 (0%)
7.	Conditional upon resolutions no. 5 and 6 being passed, to extend the Issue Mandate by addition to the number of shares of the Company repurchased by the Company pursuant to the Repurchase Mandate.*	375,762,200 (100%)	0 (0%)

\* The description of the Resolutions is by way of summary only. Full text of the Resolutions is set out in the AGM Notice.

As all of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, acted as the scrutineer in respect of vote-taking at the AGM pursuant to the requirements of the GEM Listing Rules.

## CHANGE OF CHIEF EXECUTIVE OFFICER

The Board announces that Mr. Yip Kong Lok (“**Mr. Yip**”), an executive Director of the Company, has been appointed as the chief executive officer of the Company in place of Mr. Kwong Chi Man (“**Mr. Kwong**”), the chairman of the Board and current chief executive officer of the Company, with effect from 1 September 2019.

Taking into account that (i) Mr. Yip has more than 15 years of experience in the car park flooring industry; and (ii) Mr. Kwong would like to focus more on exploration of further business opportunities than general operation and management, the Board considers that it would be in the interest of the Group and the shareholders of the Company for Mr. Yip to be appointed for the role of chief executive in place of Mr. Kwong in terms of general management and business operations of the Group.

Mr. Yip is principally responsible for the overall management of sales and marketing and project management. Mr. Yip first joined the Group in November 2003 on a part time basis to promote its business. In August 2015, Mr. Yip took up the position of manager on a full time basis. Mr. Yip was elected as an executive Director on 3 August 2018. He is also currently a director of all subsidiaries of the Group incorporated in Hong Kong, Macau and the British Virgin Islands, except for Victor Ease Limited.

Mr. Yip graduated from The University of British Columbia in May 1997 with a bachelor’s degree in civil engineering with distinction and subsequently obtained a master’s degree in engineering from the same university in May 1998.

To the best of the knowledge of the Directors, Sage City Investments Limited (“**Sage City**”) held 375,750,000 Shares, representing approximately 62.63% of the issued share capital of the Company. Mr. Yip beneficially owns 30% of the issued share capital of Sage City.

Under the employment agreement of Mr. Yip with the Company for his service as an executive Director, he was appointed for a term of three years commencing on 3 August 2018, the date when he was elected. His current salary is HK\$984,000 per annum which was determined with reference to his experience, duties and responsibilities within the Company. No additional salary will be given to Mr. Yip in relation to his appointment as the chief executive officer of the Company. The Company may provide Mr. Yip with other benefits as determined by the Company from time to time.

Save as disclosed above, to the best knowledge of the Directors, Mr. Yip (i) has not held any other positions in the Company or other members of the Group; (ii) does not have relationship with any other Directors, senior management, controlling shareholder or substantial shareholder of the Company; (iii) does not have any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) does not have any interest in the Shares within the meaning of Part XV of the SFO.

To the best knowledge of the Directors, there was no other information in respect of Mr. Yip that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules, and after having made all reasonable enquiries, there was no other matter with respect to Mr. Yip that needs to be brought to the attention to the Shareholders.

By order of the Board  
**Kwong Man Kee Group Limited**  
**Mr. Kwong Chi Man**  
*Chairman and Executive Director*

Hong Kong, 30 August 2019

*As at the date of this announcement, the executive Directors are Mr. Kwong Chi Man, Mr. Yip Kong Lok and Mr. Yip Wai Man; and the independent non-executive Directors are Ms. Yu Wan Wah Amparo, Mr. Law Pui Cheung and Mr. Wat Danny Hiu Yan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting and the Company’s website at [www.kmk.com.hk](http://www.kmk.com.hk).*