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**LION ROCK GROUP LIMITED**

獅子山集團有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock code: 1127)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING**

**HELD ON 17 MAY 2024;**

**(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND**

**(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Reference is made to the circular of Lion Rock Group Limited (the “Company”) dated 24 April 2024 (the “Circular”). Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

The Board is pleased to announce that as more than half of the votes were cast in favour of the resolutions 1 to 6 as set out in the notice of AGM dated 24 April 2024, resolutions 1 to 6 were duly passed by the Shareholders at the AGM held on 17 May 2024 by way of poll.

The poll results of the AGM are as follows:

	Number of votes (% of total votes cast)	
	For	Against
<b>Ordinary Resolutions</b>		
1. To receive and adopt the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2023	582,749,843 (100.000%)	0 (0.000%)
2. To approve the declaration of a final dividend of HK8 cents per ordinary share for the year ended 31 December 2023 of the Company	582,749,843 (100.000%)	0 (0.000%)

	Number of votes (% of total votes cast)	
	For	Against
<b>Ordinary Resolutions</b>		
3.(A) To re-elect directors:		
(i) to re-elect Mr. Lau Chuk Kin as executive director	553,964,343 (95.060%)	28,785,500 (4.940%)
(ii) to re-elect Mr. Guo Junsheng as non-executive director	553,964,343 (95.060%)	28,785,500 (4.940%)
(iii) to re-elect Mr. Ng Siu On as independent non-executive director	582,669,843 (99.986%)	80,000 (0.014%)
3.(B) To authorise the board of directors to fix the director's remuneration for the year ending 31 December 2024	478,615,367 (82.131%)	104,134,476 (17.869%)
4. To re-appoint BDO Limited as the Company's auditor and to authorise the directors to fix their remuneration	582,749,843 (100.00%)	0 (0.000%)
5. To grant a general mandate to the directors of the Company to allot and issue new shares	559,552,903 (96.019%)	23,196,940 (3.981%)
6. To grant a general mandate to the directors of the Company to repurchase the Company's own shares	582,737,842 (99.998%)	12,001 (0.002%)

As at the date of the AGM, the total number of issued Shares was 770,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the AGM and no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM. No parties had indicated in the circular that they intended to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

Mr. Lau Chuk Kin, Ms. Lam Mei Lan, Mr. Chu Chun Wan, Prof. Lee Hau Leung, Mr. Ho Tai Wai, David and Mr. Ng Siu On attended the AGM in person; Mr. Li Hoi, David, Mr. Guo Junsheng and Dr. Ng Lai Man, Carmen attended the AGM by electronic means.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Reference is made to the Circular that Dr. Ng Lai Man, Carmen (“Dr. Ng”) had informed the Board of her intention to retire as independent non-executive Director at the AGM and she would not offer herself for re-election. Her retirement took effect at the conclusion of the AGM.

Dr. Ng confirmed that she had no disagreement with the Board and there were no matters relating to her retirement that needed to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Dr. Ng for her valuable contribution to the Company during her tenure of service.

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

Following the retirement of Dr. Ng as director of the Company, Dr. Ng also ceased to be (i) the chairman and a member of the Audit Committee; (ii) a member of the Remuneration Committee; and (iii) a member of the Nomination Committee.

The Board is pleased to announce that with effect from 17 May 2024 immediately after the conclusion of the AGM, Mr. Ho Tai Wai, David has been appointed as the Chairman of the Audit Committee.

By Order of the Board  
**Lau Chuk Kin**  
*Chairman*

Hong Kong, 17 May 2024

*As at the date of this announcement, the Board comprises Mr. Lau Chuk Kin, Ms. Lam Mei Lan and Mr. Chu Chun Wan as executive directors; Mr. Li Hoi David and Mr. Guo Junsheng as non-executive director; Prof. Lee Hau Leung, Mr. Ho Tai Wai, David and Mr. Ng Siu On as independent non-executive directors.*

*\* For identification purpose only*