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InvesTech Holdings Limited
威訊控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1087)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 14 MAY 2021;**
**(2) RETIREMENT OF AN INDEPENDENT
NON-EXECUTIVE DIRECTOR;**
**(3) APPOINTMENT OF AN INDEPENDENT
NON-EXECUTIVE DIRECTOR; AND**
(4) CHANGE IN COMPOSITION OF BOARD COMMITTEES

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the AGM held on 14 May 2021, all Resolutions as set out in the AGM Notice were duly passed by the Shareholders as ordinary resolutions by way of poll.

RETIREMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Wong Chun Sek, Edmund did not offer himself for re-election at the AGM and retired as an independent non-executive Director by rotation pursuant to the Articles of Association, with effect from the conclusion of the AGM as he would like to devote more time to his other commitments.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that Mr. David Tsoi has been appointed as an independent non-executive Director to fill the vacancy occasioned by the retirement of Mr. Wong Chun Sek, Edmund with effect from 14 May 2021.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that, (i) Mr. Wong Chun Sek, Edmund ceased to be the chairman of the Audit Committee, and a member of each of the Compensation and Benefits Committee and the Nomination Committee with effect from the conclusion of the AGM; and (ii) Mr. David Tsoi has been appointed as the chairman of the Audit Committee, and a member of each of the Compensation and Benefits Committee and the Nomination Committee with effect from 14 May 2021.

Reference is made to the notice of annual general meeting of InvesTech Holdings Limited (the “**Company**”) dated 15 April 2021 (the “**AGM Notice**”) and the circular of the Company dated 15 April 2021 (the “**Circular**”) in relation to the Company’s annual general meeting held on 14 May 2021 (the “**AGM**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The AGM was convened and held at 2/F, 35–45B Bonham Strand, Sheung Wan, Hong Kong on 14 May 2021 (Friday) at 11:00 a.m..

At the AGM, all proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice had been taken by poll. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed and acted as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, there were a total of 1,404,000,000 Shares in issue, representing 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 at the AGM pursuant to the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions proposed for approval at the AGM. No Shareholder has indicated in the Circular that he/she/it intends to abstain from voting on or vote against any of the Resolutions at the AGM.

The Board is pleased to announce that all Resolutions were duly passed by the Shareholders by poll at the AGM. The poll results for the Resolutions are as follows:

ORDINARY RESOLUTIONS		Numbers of votes cast and percentage of total number of votes cast ^(Note)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the independent auditor of the Company for the year ended 31 December 2020.	591,394,926 (100%)	0 (0%)
2.	(a) To re-elect Mr. Liu Chun Fai as an executive director of the Company.	591,377,926 (99.9971%)	17,000 (0.0029%)
	(b) To re-elect Ms. Wang Fang as an executive director of the Company.	591,394,926 (100%)	0 (0%)
	(c) To re-elect Mr. Yuen Shiu Wai as an independent non-executive director of the Company.	591,394,926 (100%)	0 (0%)
3.	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	591,394,926 (100%)	0 (0%)
4.	To re-appoint BDO Limited as the auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	591,394,926 (100%)	0 (0%)
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20 per cent of its number of issued Shares.	591,377,926 (99.9971%)	17,000 (0.0029%)
6.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10 per cent of its number of issued Shares.	591,394,926 (100%)	0 (0%)
7.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with new shares by an amount not exceeding the amount of the shares repurchased by the Company.	591,394,926 (100%)	0 (0%)

Note: All percentages are rounded up to four decimal places.

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

The Resolutions above are disclosed by way of a summary only. Please refer to the full text of the Resolutions as set out in the AGM Notice for details.

RETIREMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Wong Chun Sek, Edmund (“**Mr. Wong**”) did not offer himself for re-election at the AGM and retired as an independent non-executive Director by rotation pursuant to the Articles of Association, with effect from the conclusion of the AGM as he would like to devote more time to his other commitments.

Mr. Wong has confirmed that he has no disagreement with the Board in any respect and there is no matter relating to his retirement at the AGM that need to be brought to the attention of the Shareholders and/or the Stock Exchange.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. David Tsoi (蔡大維) (“**Mr. Tsoi**”) has been appointed as an independent non-executive Director to fill the vacancy occasioned by the retirement of Mr. Wong Chun Sek, Edmund with effect from 14 May 2021. The biographical details of Mr. Tsoi are set out as follows:

Biography of Mr. Tsoi

Mr. Tsoi, aged 73, obtained a master’s degree in business administration from the University of East Asia, Macau (currently known as University of Macau) in October 1986. Mr. Tsoi was admitted as (i) an associate of the Association of Chartered Certified Accountants in September 1981; and (ii) an associate of the Taxation Institute of Hong Kong in March 1984. Furthermore, Mr. Tsoi was admitted as (i) a fellow member of CPA Australia in November 2009; (ii) a fellow member of the Association of Hong Kong Accountants in July 2014; (iii) a fellow of the Institute of Chartered Accountants in England and Wales in June 2015; (iv) a chartered professional accountant member of the Chartered Professional Accountants of British Columbia, Canada, in June 2015; and (v) a fellow member of the Society of Chinese Accountants and Auditors in December 2015.

Mr. Tsoi has over 30 years of experience in the field of accounting, auditing and financial management. He currently serves as a director of Alliot, Tsoi CPA Limited, and he is a certified public accountant (practicing) registered with the Hong Kong Institute of Certified Public Accountants. Mr. Tsoi is currently an independent non-executive director of the following companies listed on either GEM or the main board of the Stock Exchange:

<u>Name of the listed companies and stock code</u>	<u>Commencement of appointment</u>
Universal Technologies Holdings Limited (stock code: 1026)	since June 2013
Guru Online (Holdings) Limited (stock code: 8121)	since May 2014
VPower Group International Holdings Limited (stock code: 1608)	since October 2016
Green International Holdings Limited (stock code: 2700)	since June 2017
Tianli Holdings Group Limited (stock code: 117)	since August 2017
Everbright Grand China Assets Limited (stock code: 3699)	since January 2018

In the past, Mr. Tsoi had also served the following companies listed on either GEM or the main board of the Stock Exchange, as an independent non-executive director:

<u>Name of the listed companies and stock code</u>	<u>Period of appointment</u>
Loto Interactive Limited (stock code: 8198)	from October 2001 to July 2017
CRRC Corporation Limited (stock code: 1766)	from March 2008 to June 2014
Enviro Energy International Holdings Limited (stock code: 1102)	from July 2008 to June 2017

As at the date of this announcement and save as disclosed above, Mr. Tsoi (i) has not held any directorship in any other public companies the securities of which are or have been listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have any relationship with any Director, senior management, substantial shareholders or controlling shareholders of the Company (as defined in the Listing Rules); (iii) does not have any interests in the shares or underlying shares of the Company or any of its associated corporations (within the meaning under Part XV of the SFO); and (iv) does not hold any other positions in the Company or any member of the Group. Mr. Tsoi has further confirmed that he has satisfied the independence criteria as set out in Rule 3.13 of the Listing Rules to act as an independent non-executive Director.

Mr. Tsoi has entered into a service agreement with the Company for a term of three (3) years with effect from 14 May 2021, and is subject to retirement by rotation and re-election in accordance with the Articles of Association and the Listing Rules. Pursuant to Mr. Tsoi's service agreement, the annual remuneration of Mr. Tsoi as an independent non-executive Director is HK\$192,000, which shall be paid on a monthly basis. Such remuneration is determined by the compensation and benefits committee of the Company (the "**Compensation and Benefits Committee**") and the Board with reference to his duties and responsibilities and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Tsoi that needs to be brought to the attention of the Shareholders and/or the Stock Exchange.

The Board acknowledges Mr. Tsoi is currently an independent non-executive director of six companies listed on the Stock Exchange, therefore by appointing Mr. Tsoi as an independent non-executive Director, Mr. Tsoi is holding his seventh directorship as at the date of this announcement.

When considering the appointment of Mr. Tsoi, the Board has taken into account Mr. Tsoi's professional qualifications, knowledge and experience that are relevant to the Company's business and corporate strategy and his time commitment to effectively discharge duties as a member of the Board. The Board is of the view that Mr. Tsoi can bring valuable experience, knowledge and professionalism to the Board for its efficient and effective functioning.

According to the above biography of Mr. Tsoi, all his current directorship with companies listed on the Stock Exchange are of independent non-executive in nature, hence, such directorship do not require Mr. Tsoi to devote his full time and attention to the day-to-day operations or management of those listed companies, the Board is of the view that Mr. Tsoi is able to devote sufficient time to the affairs of the Board notwithstanding the other directorships that he is holding.

The Board also noted that Mr. Tsoi has had long history of accounting practice and he is experienced and qualified accountants taking care of financial and managerial matters, allowing Mr. Tsoi to handle and attend to affairs of the Company and also provide professional advice related to finance, accounting and auditing to the Board from time to time.

The Board further noted that from the corporate governance reports of the last three financial years for those listed companies which Mr. Tsoi is currently holding directorship, he has maintained a very high attendance rate to board meetings, meetings of the board committees and general meetings of those companies.

In view of the above, the Board considers that Mr. Tsoi is able to devote sufficient time to perform his responsibilities as an independent non-executive Director of the Company.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Upon Mr. Wong's retirement, he also ceased to be the chairman of the audit committee of the Company (the "**Audit Committee**"), and a member of each of the Compensation and Benefits Committee and the nomination committee of the Company (the "**Nomination Committee**") with effect from the conclusion of the AGM.

After Mr. Wong's retirement, Mr. Tsoi has been appointed as the chairman of the Audit Committee, and a member of each of the Compensation and Benefits Committee and the Nomination Committee with effect from 14 May 2021.

The Board would like to take this opportunity to express its sincere gratitude and appreciation to Mr. Wong for his valuable contribution to the Company during his tenure of office, and would like to take this opportunity to express its warmest welcome to Mr. Tsoi in joining the Company.

By Order of the Board
InvesTech Holdings Limited
Chan Sek Keung, Ringo
Chairman and Chief Executive Officer

Hong Kong, 14 May 2021

As at the date of this announcement, the executive Directors are Mr. Chan Sek Keung, Ringo (Chairman and Chief Executive Officer), Ms. Wang Fang, Mr. Lu Chengye and Mr. Liu Chun Fai, the non-executive Director is Mr. Wong Tsu Wai, Derek, and the independent non-executive Directors are Mr. David Tsoi, Mr. Lu, Brian Yong Chen and Mr. Yuen Shiu Wai.