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RISECOMM

瑞斯康

RISECOMM GROUP HOLDINGS LIMITED

瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1679)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 21 JUNE 2024**

Reference is made to the circular (the “**Circular**”) of Risecomm Group Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting (“**AGM**”) of the Company both dated 26 April 2024. 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 AGM

At the AGM of the Company held on 21 June 2024, all the proposed resolutions (“**Ordinary Resolutions**”) as set out in the Notice were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Note (a)) (Approximate %)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2023.	69,645,512 (100%)	0 (0%)
2(a).	To re-elect Mr. Yu Lu as non-executive director of the Company.	69,645,512 (100%)	0 (0%)
2(b).	To re-elect Ms. Lo Wan Man as independent non-executive director.	69,645,512 (100%)	0 (0%)
2(c).	To re-elect Mr. Zou Heqiang as independent non-executive director of the Company.	69,645,512 (100%)	0 (0%)
2(d).	To authorise the board of directors of the Company to fix the directors’ remuneration.	69,645,512 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Note (a)) (Approximate %)	
		For	Against
3.	To re-appoint SHINEWING (HK) CPA Limited as auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	69,645,512 (100%)	0 (0%)
4.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution (“ Share Repurchase Mandate ”).	69,645,512 (100%)	0 (0%)
5.	To give a general mandate to the directors to allot, issue and deal with authorised and unissued shares of the Company not exceeding 20% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution (“ Issue Mandate ”).	69,645,512 (100%)	0 (0%)
6.	Conditional upon the passing of resolutions nos. 4 and 5, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with authorized and unissued shares of the Company by the aggregate numbers of shares repurchased by the Company under the Share Repurchase Mandate.	69,645,512 (100%)	0 (0%)

Notes:

- (a) The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the AGM in person or by proxy.
- (b) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (c) As at the date of the AGM, the total number of Shares in issue was 255,728,860 Shares.
- (d) The total number of Shares entitling the holder to attend and vote on the Ordinary Resolutions at the AGM was 255,728,860 Shares. As at the date of the AGM, there were (i) no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) and as such no voting rights of treasury shares have been exercised at the AGM; and (ii) no Shares repurchased by the Company which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM.
- (e) There were no Shares entitling the holder to attend and abstain from voting in favour of the Ordinary Resolutions at the AGM as set out in rule 13.40 of the Listing Rules.
- (f) No Shareholder was required under the Listing Rules to abstain from voting on the Ordinary Resolutions at the AGM.
- (g) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Ordinary Resolutions at the AGM.

- (h) The Company's branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) Except for Mr. Ding Zhigang, Mr. Yu Lu and Mr. Victor Yang, all other Directors attended the AGM in person or by electronic means.

By Order of the Board
Risecomm Group Holdings Limited
Guo Lei
Chairman and Executive Director

Hong Kong, 21 June 2024

Following the conclusion of the AGM and as at the date of this announcement, the executive Directors are Ms. Guo Lei and Mr. Jiang Feng, the non-executive Directors are Mr. Yu Lu and Mr. Ding Zhigang, and the independent non-executive Directors are Mr. Victor Yang, Ms. Lo Wan Man and Mr. Zou Heqiang.