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Karrie International Holdings Limited

嘉利國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1050)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 21 FEBRUARY 2022

Reference is made to the notice of special general meeting (the “**SGM**”) dated 31 January 2022 (the “**SGM Notice**”), the supplemental announcement on notice of special general meeting dated 9 February 2022 (the “**Supplemental Announcement**”), the announcement dated 15 February 2022 on change of SGM venue and meeting arrangements, and the circular dated 31 January 2022 (the “**Circular**”) of Karrie International Holdings Limited (the “**Company**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the SGM Notice, the Supplemental Announcement, and the Circular.

The Board is pleased to announce that the ordinary resolutions as set out in the SGM Notice (the “**Resolutions**”) were duly passed by the Independent Shareholders by way of poll at the SGM held on 21 February 2022.

POLL RESULTS OF THE SGM

The poll results of the SGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	That the Kar Info International Acquisition and the entering into of the Kar Info International Acquisition Agreement (a copy of which has been produced to the SGM marked “A” and signed by the chairman of the SGM for the purpose of identification) be and are hereby approved, confirmed and ratified	170,180,400 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	That the Acquisition and the entering into of the Acquisition Agreement (a copy of which has been produced to the SGM marked “B” and signed by the chairman of the SGM for the purpose of identification) be and are hereby approved, confirmed and ratified	170,180,400 (100%)	0 (0%)
3.	That any one director and/or the company secretary of the Company be and is hereby authorised to perform all such acts, deeds and things and execute all documents as he/she considers necessary or expedient to effect and implement the Kar Info International Acquisition Agreement, the Acquisition Agreement, and the transactions contemplated thereunder with such changes as he/she may in his/her absolute opinion deem necessary, desirable or expedient	170,180,400 (100%)	0 (0%)

As more than 50% of the votes were cast by way of poll in favour of the Resolutions, such Resolutions were duly passed as ordinary resolutions of the Company at the SGM.

As at the date of the SGM, the total number of Shares in the issued share capital of the Company was 2,017,309,200 Shares.

Mr. Ho, along with his associates (including Mr. Ho Cheuk Ming, Mr. Ho Wai Hon Brian and Ms. Ho Po Chu), who in aggregate were interested in 1,480,224,000 Shares (representing approximately 73.38% of the Shares in issue of the Company) as at the date of the SGM, were required to abstain and did abstain from voting on the Resolutions at the SGM.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolutions at the SGM was 537,085,200 Shares.

There was no Share entitling any Independent Shareholder to attend and abstain from voting in favour of the Resolutions at the SGM as set out in Rule 13.40 of the Listing Rules. No other Shareholder has stated its intention in the Circular to vote against or abstain from voting on any of the Resolutions at the SGM; nor was required under the Listing Rules to abstain from voting on any of the Resolutions at the SGM.

The branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the SGM for the purpose of vote taking.

The executive Directors, Mr. Ho Cheuk Fai, Ms. Chan Ming Mui, Silvia, Mr. Zhao Kai and Mr. Chan Raymond; the non-executive Directors, Mr. Ho Cheuk Ming and Mr. Ho Kai Man; and the independent non-executive Directors, Mr. Fong Hoi Shing, Mr. Yam Chung Shing and Dr. Lau Kin Wah, attended the SGM.

By order of the Board of
Karrie International Holdings Limited
Ho Cheuk Fai
Chairman and Executive Director

Hong Kong, 21 February 2022

As at the date of this announcement, the executive Directors are Mr. Ho Cheuk Fai, Ms. Chan Ming Mui, Silvia, Mr. Zhao Kai and Mr. Chan Raymond; the non-executive Directors are Mr. Ho Cheuk Ming and Mr. Ho Kai Man; and the independent non-executive Directors are Mr. Fong Hoi Shing, Mr. Yam Chung Shing and Dr. Lau Kin Wah.

* *For identification purpose only*