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KECK SENG INVESTMENTS (HONG KONG) LIMITED

激成投資 (香港) 有限公司

(Incorporated in Hong Kong with limited liability)

Website: www.keckseng.com.hk

(Stock Code: 184)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 JUNE 2019 AND CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

At the annual general meeting of Keck Seng Investments (Hong Kong) Limited (the “Company”) held on 6 June 2019 (the “AGM”), all the proposed resolutions as set out in the notice of the AGM dated 26 April 2019 (as clarified by the Company’s announcement dated 6 May 2019) were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited Financial Statements and the Reports of the Directors and of the Auditors thereon for the year ended 31 December 2018.	199,183,692 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK\$0.12 per share.	199,183,692 (100.00%)	0 (0.00%)
3(a).	To re-elect Ms. YU Yuet Chu Evelyn as Executive Director.	197,912,692 (99.36%)	1,271,000 (0.64%)
3(b).	To re-elect Mr. HO Kian Cheong as Non-executive Director.	191,847,479 (96.32%)	7,336,213 (3.68%)
3(c).	To re-elect Mr. YU Hon To David as Independent Non-executive Director.	191,847,479 (96.32%)	7,336,213 (3.68%)
3(d).	To elect Mr. Stephen TAN as Independent Non-executive Director.	198,011,692 (99.41%)	1,172,000 (0.59%)
3(e).	To authorise the Board to fix the Directors’ remuneration.	199,183,692 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To re-appoint KPMG as Auditors and to authorise the Board to fix their remuneration.	199,183,692 (100.00%)	0 (0.00%)
5.	To give a general mandate to the directors to buy back shares of the Company not exceeding 10% of the total number of issued shares in the share capital of the Company as at the date of passing of this resolution.	199,183,692 (100.00%)	0 (0.00%)
6.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares in the share capital of the Company as at the date of passing of this resolution.	191,811,479 (96.30%)	7,372,213 (3.70%)
7.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares bought back by the Company.	191,811,479 (96.30%)	7,372,213 (3.70%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 340,200,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 340,200,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company's circular dated 26 April 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's Share Registrar, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.

Changes of Independent Non-executive Directors

The Company announces that Dr. CHAN Yau Hing Robin, after having served on the Board of Directors of the Company (the “Board”) for more than 31 years, did not stand for re-election at the AGM and retired as an Independent Non-executive Director of the Company (“INED”) pursuant to Articles 116 of the Company’s Articles of Association (the “Articles”) after the conclusion of the AGM. Following his retirement, with effect from the conclusion of the AGM, Dr. Chan ceased to be chairman of the Audit Committee and member of each of the Remuneration Committee and the Nomination Committee of the Company.

Dr. Chan has confirmed that he has no disagreement with the Board and that there are no other matters relating to his retirement that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (“HKEX”) or the shareholders of the Company.

The Company would like to express its sincerest gratitude to Dr. Chan for his valuable contributions and service to both the Board and the Company over the past years.

The Company is pleased to announce that Mr. Stephen TAN was elected as an INED of the Company at the AGM.

The biographical information of Mr. Tan is set out below:

Mr. Stephen TAN, aged 64, is currently an executive director of Asia Financial Holdings Limited, an independent non-executive director of Pioneer Global Group Limited and China Motor Bus Company, Limited (all listed on HKEX). He also sits on the boards of Bank Consortium Trust Company Limited, Hong Kong Life Insurance Limited and AFH Charitable Foundation Limited. Mr. Tan serves as a Standing Committee Member of The Chinese General Chamber of Commerce, the Vice President of Hong Kong Chiu Chow Chamber of Commerce, the Incumbent Honorary President of Chiu Yang Residents Association of Hong Kong Limited, the Supervisor of Chiu Yang Por Yen Primary School and the Manager of Chiu Yang Primary School of Hong Kong. Mr. Tan is a voting member of Hong Kong Sinfonietta Limited & Tung Wah Group of Hospitals Advisory Board, a founding member of both Hong Kong-Thailand Business Council and Hong Kong-Korea Business Council, a trustee of Outward Bound Trust of Hong Kong, a charter member of The Rotary Club of The Peak and a founding member of Opera Hong Kong Limited. Mr. Tan is also the honorary adviser of the Hong Kong Baseball Association. Mr. Tan was educated in the U.S.A. and holds a bachelor’s degree in Business Administration from Rutgers University, and a master’s degree in Business Administration from St. John’s University.

Mr. Tan is the son of Dr. CHAN Yau Hing Robin, a retired INED of the Company. Accordingly, Mr. Tan is connected with a Director of the Company within two years immediately prior to the date of his appointment as an INED under Rule 3.13(6) of the Listing Rules. Save as disclosed above, Mr. Tan has met the independence guidelines set out in Rule 3.13 of the Listing Rules and a confirmation of independence has been submitted to HKEX.

As at the date of this announcement, Mr. Tan does not have, and is not deemed to have, any interest in any shares or underlying shares of the Company pursuant to Part XV of the Securities and Futures Ordinance.

A letter of appointment has been entered into between the Company and Mr. Tan for appointing him as an INED from the date of the AGM. The Company does not have a service contract with Mr. Tan. He is not appointed for a specific term of office and is subject to retirement by rotation and re-election in accordance with the Listing Rules and the Articles. Mr. Tan is entitled to receive a total remuneration of director's fee of HK\$175,000 annually plus fees for attending shareholders' meetings, Board meetings or Committee meetings of the Board.

Save as disclosed above, Mr. Tan does not (1) have any relationships with any directors, senior management or substantial or controlling shareholders of the Company, (2) have any interests in shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance), (3) hold any directorships in listed public companies in the last three years, and (4) have any other information that needs to be disclosed pursuant to any of the requirements as set out in rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warm welcome to Mr. Tan on joining the Board.

Changes in the Composition of Board Committees

The Company further announces the following changes in the composition of Board Committees of the Company with effect from the conclusion of the AGM:

- (a) Dr. CHAN Yau Hing Robin, who retired as an INED, has ceased to be chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee;
- (b) Mr. Stephen TAN, an INED, has been appointed by the Board as a member of each of the Audit Committee, Remuneration Committee and Nomination Committee; and
- (c) Mr. YU Hon To David, an INED, has been appointed by the Board as chairman of the Audit Committee.

By order of the Board
Keck Seng Investments (Hong Kong) Limited
HO Kian Guan
Executive Chairman

Hong Kong, 6 June 2019

As at the date of this announcement, the Board of the Company comprises Mr. HO Kian Guan, Mr. HO Kian Hock, Mr. TSE See Fan Paul, Mr. CHAN Lui Ming Ivan, Ms. YU Yuet Chu Evelyn, Mr. HO Chung Tao and Mr. HO Chung Hui (whose alternate is Mr. HO Chung Kain) as Executive Directors, Mr. HO Kian Cheong (whose alternate is Mr. HO Chung Kiat Sydney) as Non-executive Director, and Mr. KWOK Chi Shun Arthur, Ms. WANG Poey Foon Angela, Mr. YU Hon To David and Mr. Stephen TAN as Independent Non-executive Directors.