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HARBOUR EQUINE HOLDINGS LIMITED

維港育馬控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8377)

POLL RESULTS OF ANNUAL GENERAL MEETING

HELD ON 6 JUNE 2024

AND

RETIREMENT OF DIRECTOR AND MEMBER OF BOARD COMMITTEES

Reference is made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**Notice**”) of Harbour Equine Holdings Limited (the “**Company**”) dated 19 April 2024. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (“**AGM**”), all the proposed ordinary resolutions as set out in the AGM Notices were taken by poll and were duly passed by the Shareholders.

As at the date of the AGM, the total number of Shares in issue was 409,141,860, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders were required under the GEM Listing Rules to abstain from voting on any of the resolutions proposed at the AGM. None of the Shareholders 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 in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM. Mr. Chan Yiu Tung, Enoch, Mr. Leung King Yue, Alex, Mr. Shane McGrath, Mr. Sung Alfred Lee Ming, Mr. Chan Tsun Choi, Arnold and Mr. Chow Chin Hang Joel, attended the AGM in person or by electronic means; while Mr. Wong Kwok Wai Albert were unable to attend the AGM due to other commitments.

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate percentage of total number of votes cast)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the respective reports of the directors (the “ Directors ”) and the independent auditor of the Company for the year ended 31 December 2023.	168,533,690 (100%)	0 (0.00%)
2.	(i) To re-elect Mr. Chan Yiu Tung, Enoch as an executive Director;	168,533,690 (100%)	0 (0.00%)
	(ii) To re-elect Mr. Sung Alfred Lee Ming as an independent executive Director; and	29,227,718 (17.34%)	139,305,972 (82.66%)
	(iii) To re-elect Mr. Chow Chin Hang Joel as an independent non-executive Director.	168,533,690 (100%)	0 (0.00%)
3.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration.	168,533,690 (100%)	0 (0.00%)
4.	To re-appoint Asian Alliance (HK) CPA Limited as the independent auditor of the Company and to authorise the Board to fix its remuneration.	168,533,690 (100%)	0 (0.00%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company, not exceeding 10% of the total number of the issued shares of the Company as at the date of this resolution.*	168,533,690 (100%)	0 (0.00%)
6.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company, not exceeding 20% of the total number of issued shares of the Company as at the date of this resolution.*	168,533,690 (100%)	0 (0.00%)
7.	To extend the general mandate granted to the Directors to allot and issue additional shares in the capital of the Company by the aggregate number of the shares bought back by the Company.*	168,533,690 (100%)	0 (0.00%)

* Please refer to the Notice for the full text of the resolutions.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions numbered 1, 2(i), 2(iii), 3, 4, 5, 6, and 7, such resolutions were duly passed by the Shareholders at the AGM. As less than 50% of the votes were cast in favour of the ordinary resolution numbered 2(ii), such resolution was not passed by the Shareholders at the AGM.

RETIREMENT OF DIRECTOR AND MEMBER OF THE BOARD COMMITTEES

As stated in the AGM Circular, Mr. Sung Alfred Lee Ming (“**Mr. Sung**”) would retire at the AGM in accordance with the Articles of Association. As the resolution for re-election of himself was not passed by the Shareholders at the AGM, Mr. Sung, retired as Director at the conclusion of the AGM.

Following the retirement of Mr. Sung as Director, Mr. Sung also retired as the chairman of audit committee, and a member of remuneration committee and nomination committee of the Company.

Accordingly, the Company fails to meet the requirement of (i) having at least three independent non-executive Directors on the Board under Rule 5.05(1) of the GEM Listing Rules; and (ii) having a minimum of three non-executive directors in the audit committee under Rules 5.28 of the GEM Listing Rules.

The Board is currently identifying suitable candidate to fill the vacancies of independent non-executive Director and the member of the Audit Committee as soon as practicable to meet the requirements under the GEM Listing Rules. The Company will release further announcement(s) as and when appropriate.

The Company is not aware of any disagreement with Mr. Sung or any matter relating to his retirement needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to express its sincere gratitude to Mr. Sung and for his invaluable contribution to the Company during his tenure of services with the Company.

By order of the Board
Harbour Equine Holdings Limited
Wong Kwok Wai, Albert
Chairman, chief executive officer and executive Director

Hong Kong, 6 June 2024

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Wong Kwok Wai, Albert, Mr. Chan Yiu Tung, Enoch, Mr. Leung King Yue, Alex, and Mr. Shane McGrath; and two independent non-executive Directors, namely, Mr. Chan Tsun Choi, Arnold and Mr. Chow Chin Hang, Joel.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least 7 days from the date of its publication on the website of the Company at www.harbourequine.com.