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Kato (Hong Kong) Holdings Limited

嘉濤（香港）控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2189)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON TUESDAY, 11 AUGUST 2020 AND APPOINTMENT OF NON-EXECUTIVE DIRECTORS

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Kato (Hong Kong) Holdings Limited (the “**Company**”) dated 9 July 2020. Unless the content otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that at the annual general meeting of the Company held on Tuesday, 11 August 2020 (the “**AGM**”) and all the proposed ordinary resolutions as set out in the AGM Notice were duly passed by the Shareholders as ordinary resolutions by way of poll at the AGM. For details of the resolutions below, the Shareholders may refer to the AGM Notice and the Circular.

The poll results are as follows:

Ordinary Resolutions		Number of Shares voted (Approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and reports of the directors and independent auditor of the Company for the year ended 31 March 2020	750,824,000 (100%)	0 (0%)
2.	(a) To re-elect Ms. Ngai Ka Yee as an executive director of the Company	750,824,000 (100%)	0 (0%)
	(b) To re-elect Ms. Chiu Lai Kuen Susanna as an independent non-executive director of the Company	750,824,000 (100%)	0 (0%)
3.	(a) To elect Mr. Cheng Man Tak Richard as a non-executive director of the Company	750,824,000 (100%)	0 (0%)
	(b) To elect Mr. Poon Kai Kit Joe as a non-executive director of the Company	750,824,000 (100%)	0 (0%)
4.	To authorise the Board to fix the remuneration of the directors of the Company for the year ending 31 March 2021	750,824,000 (100%)	0 (0%)
5.	To declare a final dividend of HK2.0 cents per share for the year ended 31 March 2020	750,824,000 (100%)	0 (0%)
6.	To re-appoint PricewaterhouseCoopers as an independent auditor of the Company and authorise the Board to fix its remuneration	750,824,000 (100%)	0 (0%)
7.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional Shares not exceeding 20% of the total number of Shares in issue*	750,824,000 (100%)	0 (0%)
8.	To grant a general mandate to the directors of the Company to repurchase Shares not exceeding 10% of the total number of Shares in issue*	750,824,000 (100%)	0 (0%)

Ordinary Resolutions		Number of Shares voted (Approximate %) <i>Note</i>	
		For	Against
9.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional Shares by addition of the number of Shares repurchased by the Company*	750,824,000 (100%)	0 (0%)

* For the full text of the proposed resolutions, please refer to the AGM Notice.

Note: The number of votes and approximate percentage of voting Shares as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.

As at the date of the AGM, the total number of issued shares of the Company was 1,000,000,000 Shares which was the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. There was no restriction on any Shareholders to vote only against any of the proposed resolutions at the AGM. No Shareholder were entitled to attend the AGM but were required to abstain from voting in favour as set out in Rule 13.40 of the Listing Rules, nor where there any Shareholders who were required under the Listing Rules to abstain from voting.

Union Registrars Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the poll taken at the AGM for the purpose of vote-taking.

APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The Board further announces that Mr. Cheng Man Tak Richard (“**Mr. Cheng**”) was elected and appointed as a non-executive Director, and Mr. Poon Kai Kit Joe (“**Mr. Poon**”) was elected and appointed as a non-executive Director, all with effect from 11 August 2020.

Set out below are the biographies of Mr. Cheng and Mr. Poon and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules:

Mr. CHENG Man Tak Richard

Mr. Cheng, aged 60, graduated from the University of Southern California in the United States of America with a bachelor of Science degree in December 1983 and was awarded a master's in Business Administration degree from Pepperdine University in the United States of America in December 1985.

The following table sets out the professional bodies and titles currently held by Mr. Cheng:

Professional body	Position
1. 12th National Committee of Yunnan Province* (雲南省第十二屆政協委員會)	National committee member
2. Chamber of Commerce of Guang Zhou Foreign Investment Enterprises* (廣州外商投資企業商會)	Vice-chairman
3. City University Foundation	Member
4. Clothing Industry Training Authority under the Industrial Training (Clothing Industry) Ordinance (Cap. 318 of the Laws of Hong Kong)	Chairman
5. Federation of Hong Kong Garment Manufacturers	President and chairman of the board of directors
6. Friends of The Community Chest Wan Chai District	Vice-chairman
7. Garment Advisory Committee of the Hong Kong Trade Development Council	Member
8. Group 24 (Woven Garments and Other Woven Made-Up Goods) of the Federation of Hong Kong Industries	Chairman
9. Hong Kong Apparel Society Ltd	Director
10. Hong Kong Asia Youth Association	Honorary president
11. Industrial & Business Leaders Club of the City University of Hong Kong	Member
12. Wearing Apparel and Textile Industry Consultative Network of the Employees Retraining Board	Member

In 2019, Mr. Cheng was the chairman of the celebration preparation committee of the Wong Tai Sin District's Celebrations for the 70th anniversary of the founding of the People's Republic of China* (黃大仙區各界慶祝國慶70週年慶典委員會), honorary president of the Yunnan Provincial Federation of Industry and Commerce of Macau* (澳門雲南省工商聯會) and honorary president of the Macau Yunnan Fellowship Association* (澳門雲南同鄉聯誼互助會).

Mr. Cheng is currently a non-executive director of Wing Tai Holdings Limited, a company listed on the Singapore stock exchange. Save as disclosed above, Mr. Cheng has not held any other directorship in the last three years in any public company the securities of which are listed on any securities market in Hong Kong or overseas.

The Board is of the view that Mr. Cheng is beneficial to the diversity of the Board with his retail background and extensive participation in various professional bodies and he is able to bring invaluable expertise, continuity and stability to the Board and the Company is expected to benefit from his contribution and valuable insights derived from his in-depth knowledge. The Board believes that Mr. Cheng will make valuable contributions to the Board.

Mr. Cheng will enter into an appointment letter with the Company commencing from 11 August 2020 for a fixed term of three years, subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules. Mr. Cheng will be entitled to a director's fee at a rate of HK\$200,000 per annum, which is determined with reference to his duties and responsibilities in the Company, the prevailing market rate of other non-executive Directors, and shall be reviewed by the remuneration committee of the Company (the "**Remuneration Committee**") from time to time. Mr. Cheng will enter into an appointment letter with the Company upon the approval of his appointment as a non-executive Director and the related ordinary resolutions at the 2020 AGM.

As at the date of the announcement, Mr. Cheng is interested in 5,000,000 Shares of the Company within the meaning of Part XV of the SFO which represents approximately 0.5% of the total issued share capital of the Company. Save as disclosed above, Mr. Cheng does not have any other interests in the Shares within the meaning of Part XV of the SFO. Mr. Cheng does not have any relationship with any other Directors, senior management or substantial Shareholders of the Company and does not hold any other position with the Company or other members of the Group.

Save as disclosed above, Mr. Cheng has confirmed that there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders or the Stock Exchange.

Mr. POON Kai Kit Joe

Mr. Poon Kai Kit Joe (潘啟傑), previously known as Poon Hoi Ming, aged 54, graduated from the University of Hong Kong with a bachelor of Arts in Architectural Studies in November 1988 and was awarded a bachelor degree in Architecture in December 1990.

Mr. Poon has over 20 years of experience in the architectural service industry. He established K & K Chartered Architect & Associates Limited (formerly known as Prompt Shine Investment Limited) in 1993. Since 1999, he led K & K Chartered Architect & Associates Limited to specialise in architectural expertise while simultaneously providing structural, building services, interior design, project management and licensing services. In 2007, Mr. Poon established Kin On Architectural Consultants Limited (trading as Water Leakage and Concrete Spalling Detective) to provide professional water seepage and spalling concrete detection and reporting services with an aim to contribute to the renovation of existing buildings in response to the Government promotion in that regard. Mr. Poon worked as an assistant architect in Ling Chan & Partners Ltd from January 1991 to March 1992 and a project architect in the same company from February 1995 to December 1996, an associate director in Ho & Partners Architects Engineers & Development Consultants Limited from March 1997 to July 1998 and a project manager in Asia Standard Development (Holdings) Limited from August 1998 to February 2003.

Mr. Poon became a member of The Hong Kong Institute of Architects in December 1993. He has been a Registered Architect in Hong Kong since April 1994 and registered as an Authorized Person (List of Architects) for the Building Authority since December 1994. Mr. Poon further obtained the qualification of Class 1 Registered Architect in the PRC since 2006, a Registered Inspector (List of Architects) from the Building Authority since June 2012. In 2013, Mr. Poon was registered as an assessor under the Voluntary Building Assessment Scheme which is administered by the Hong Kong Housing Society. From 2016 to 2019, Mr. Poon was a member of the Structural Engineers Registration Committee Panel and the Geotechnical Engineers Registration Committee Panel. Mr. Poon was readmitted as a Chartered Member of The Royal Institute of British Architects in 2019 and has been a member of the Australian Institute of Architects in 2019.

Since July 2015, Mr. Poon has been an executive director of KNK Holdings Limited (中國卓銀國際控股有限公司), a company listed on GEM of The Stock Exchange of Hong Kong Limited (stock code: 8039). Save as disclosed above, Mr. Poon has not held any other directorship in the last three years in any public company the securities of which are listed on any securities market in Hong Kong or overseas.

The Board is of the view that Mr. Poon is beneficial to the diversity of the Board with his architectural experience and he is able to bring invaluable expertise, continuity and stability to the Board and the Company is expected to benefit from his contribution and valuable insights derived from his in-depth knowledge. The Board believes that Mr. Poon will make valuable contributions to the Board.

Mr. Poon will enter into an appointment letter with the Company commencing from 11 August 2020 for a fixed term of three years, subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules. Mr. Poon will be entitled to a director's fee at a rate of HK\$200,000 per annum, which is determined with reference to his duties and responsibilities in the Company, the prevailing market rate of other non-executive Directors, and shall be reviewed by the Remuneration Committee from time to time. Mr. Poon will enter into an appointment letter with the Company upon the approval of his appointment as a non-executive Director and the related ordinary resolutions at the 2020 AGM.

As at the date of this announcement, Mr. Poon is interested in 2,300,000 Shares of the Company within the meaning of Part XV of the SFO which represents approximately 0.23% of the total issued share capital of the Company. Save as disclosed above, Mr. Poon does not have any other interests in the Shares within the meaning of Part XV of the SFO. Mr. Poon does not have any relationship with any other Directors, senior management or substantial Shareholders of the Company and does not hold any other position with the Company or other members of the Group.

Save as disclosed above, Mr. Poon has confirmed that there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to extend its warm welcome to Mr. Cheng and Mr. Poon on their new appointments.

By Order of the Board
Kato (Hong Kong) Holdings Limited
Kwong Kai To
Chairman and non-executive Director

Hong Kong, 11 August 2020

As at the date of this announcement, the executive Directors are Ms. Ngai Ka Yee and Mr. Ngai Shi Shing Godfrey; the non-executive Directors are Mr. Kwong Kai To, Mr. Cheng Man Tak Richard and Mr. Poon Kai Kit Joe; and the independent non-executive Directors are Ms. Chiu Lai Kuen Susanna, Mr. Or Kevin and Mr. Wong Vinci.