

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **DAISHO MICROLINE HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 0567)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 SEPTEMBER 2024; APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND CHANGE IN COMPOSITION OF BOARD COMMITTEE**

The Board announces that all the proposed resolutions as set out in the Notice were duly passed by the Shareholders at the AGM by way of poll.

References are made to the notice of annual general meeting for 2024 (the “AGM”) of Daisho Microline Holdings Limited (the “Company”) dated 26 July 2024 (the “Notice”) and the circular of the Company dated 26 July 2024 (the “Circular”).

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 SEPTEMBER 2024**

The board (the “Board”) of directors (the “Director(s)”) of the Company announces that all the proposed resolutions as set out in the Notice were duly passed by the shareholders of the Company (the “Shareholders”) at the AGM by way of poll. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM and the poll results were as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (Approximate%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and independent auditor of the Company for the year ended 31 March 2024.	90,540 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Approximate%)	
		For	Against
2.	(a) To re-elect Mr. WONG Siu Hung, Patrick as a non-executive Director.	90,540 (100%)	0 (0%)
	(b) To re-elect Dr. CHAN Yau Ching, Bob as an independent non-executive Director.	90,540 (100%)	0 (0%)
	(c) To authorise the Board to fix the remuneration of the Directors.	90,540 (100%)	0 (0%)
3.	To appoint Ms. LIN Ying as an independent non-executive Director.	90,540 (100%)	0 (0%)
4.	To re-appoint Forvis Mazars CPA Limited as the independent auditor of the Company and to authorise the Board to fix its remuneration.	90,540 (100%)	0 (0%)
5.	To grant 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 of the Company as at the date of passing of this resolution.*	90,540 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.*	90,540 (100%)	0 (0%)
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares of the Company by the aggregate number of the shares repurchased by the Company.*	90,540 (100%)	0 (0%)
8.	To authorise the Directors to appoint any person as a director either fill any vacancies on the Board and to appoint additional directors up to the maximum number determined from time to time by Shareholders in general meeting and to appoint alternate directors at their discretion.*	90,540 (100%)	0 (0%)

\* For the full text of the above resolutions, please refer to the Notice as contained in the Circular.

As more than 50% of the votes were casted in favour of each of the above resolutions, all of the resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 1,613,287,570 shares, which was the total number of shares of the Company entitling the Shareholders thereof to attend and vote on the resolutions at the AGM, and there were no treasury shares held by the Company (including any treasury shares held or deposited with Central Clearing and Settlement System).

There were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM, pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The following Directors, namely LEE Man Kwong, YAU Pak Yue, LEUNG King Fai and LEUNG Hoi Ming, attended the AGM in person. The following Directors, namely CHAN Yau Ching, Bob and WONG Siu Hung, Patrick, attended the AGM via real-time communication facilities.

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that the appointment of Ms. LIN Ying (“**Ms. LIN**”) as an independent non-executive Director was duly approved by the Shareholders at the AGM.

#### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. LEUNG King Fai (“**Mr. LEUNG**”) had resigned from his position as an independent non-executive Director with effect from 20 September 2024 in order to devote more time on his other business engagement.

Mr. LEUNG confirmed that he had no disagreement with the Board and there was no matter in relation to his resignation that needs to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited.

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

## **CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that following the resignation of Mr. LEUNG as an independent non-executive Director, he also resigned as the chairman of each of the audit committee ( the “**Audit Committee**”) and remuneration committee of the Company (the “**Remuneration Committee**”) and the member of the nomination committee of the Company (the “**Nomination Committee**”) with effect from 20 September 2024. Ms. LIN, an independent non- executive Director, has been appointed as the chairlady of each of the Audit Committee and Remuneration Committee and the member of the Nomination Committee from the conclusion of the AGM.

By Order of the Board  
**Daisho Microline Holdings Limited**  
**Lee Man Kwong**  
*Chairman*

Hong Kong, 20 September 2024

*As at the date of this announcement, the Board consists of one executive Director, namely, LEE Man Kwong, two non-executive Directors, namely, WONG Siu Hung, Patrick and YAU Pak Yue and three independent non-executive Directors, namely, CHAN Yau Ching, Bob, LEUNG Hoi Ming and LIN Ying.*