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Peking University Resources (Holdings) Company Limited
北大资源(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 00618)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 AUGUST 2024; AND
(2) RETIREMENT, RESIGNATION AND APPOINTMENTS OF
DIRECTORS AND CHANGE IN COMPOSITION OF
BOARD COMMITTEES**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Peking University Resources (Holdings) Company Limited (the “**Company**”) both dated 31 July 2024 regarding the AGM held on 30 August 2024. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

(1) POLL RESULTS OF THE AGM

The Board is pleased to announce that the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 30 August 2024. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results in respect of all the resolutions at the AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited financial statements and the reports of directors and auditor of the Company for the year ended 31 March 2024.	492,104,264 (100.00%)	0 (0.00%)
2.	To re-elect Mr. Wong Kai Ho as an executive director of the Company.	492,104,264 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3.	To re-elect Mr. Huang Zhuguang as an executive director of the Company.	492,104,264 (100.00%)	0 (0.00%)
4.	To appoint Mr. Xia Ding as an executive director of the Company.	492,104,264 (100.00%)	0 (0.00%)
5.	To appoint Ms. Xu Nan as an independent non-executive director of the Company.	492,104,264 (100.00%)	0 (0.00%)
6.	To authorize the board of directors of the Company to fix the director's remuneration.	492,104,264 (100.00%)	0 (0.00%)
7.	To re-appoint CCTH CPA Limited as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	492,104,264 (100.00%)	0 (0.00%)
8.	To grant a general mandate to the board of directors to allot, issue, grant, distribute and otherwise deal with additional shares of the Company, not exceeding twenty per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of this resolution.#	486,115,264 (98.78%)	5,989,000 (1.22%)
9.	To grant a general mandate to the board of directors to repurchase shares of the Company, not exceeding ten per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of this resolution.#	492,104,264 (100.00%)	0 (0.00%)
10.	Conditional on the passing of resolutions 8 and 9, to authorise the board of directors to exercise the powers to allot, issue, grant, distribute and otherwise deal with additional shares of the Company under resolution 8 in respect of the aggregate nominal amount of the issued share capital of the Company purchased by the Company.#	486,115,264 (98.78%)	5,989,000 (1.22%)

The full text of the resolution is set out in the Notice

As more than 50% of votes were casted in favour of the above resolutions numbered 1 to 10, each of such resolution was duly passed as ordinary resolution of the Company.

As at the date of the AGM, the total number of issued shares of the Company (excluding any treasury shares) was 2,737,417,279 Shares. There were 2,737,417,279 Shares entitling the Shareholders to attend and vote on any of the resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolutions as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any resolutions. There were no Shares entitling the Shareholders to attend and vote only against the resolutions at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any resolutions at the AGM.

The following Directors attended the AGM: Mr. Wong Kai Ho and Mr. Chin Chi Ho, Stanley.

(2) RETIREMENT, RESIGNATION AND APPOINTMENTS OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

Retirement of Executive Director

The Board announces that Mr. Wang Guiwu retired from his position as an executive Director with effect from the conclusion of the AGM in order to devote more time on his other personal engagements. Mr. Wang Guiwu has confirmed that he has no disagreement with the Board, and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to express its gratitude to Mr. Wang Guiwu for his valuable contribution to the Company during his tenure of services.

Resignation of Independent Non-Executive Director

The Board announces that Mr. Hua Yichun resigned from his position as an independent non-executive Director with effect from the conclusion of the AGM in order to devote more time on his other personal engagements. Following the retirement of Mr. Hua Yichun as an independent non-executive Director, he has ceased to be a member of each of the audit committee and nomination committee of the Company. Mr. Hua Yichun has confirmed that he has no disagreement with the Board, and there is no other matter relating to his resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to express its gratitude to Mr. Hua Yichun for his valuable contribution to the Company during his tenure of services.

Appointment of Executive Director

The Board is pleased to announce that Mr. Xia Ding (夏丁) (“**Mr. Xia**”) has been appointed as an executive Director with effect from the conclusion of the AGM. The Company entered into a service agreement with Mr. Xia for a period of two (2) years from the date of appointment. Mr. Xia will be entitled to an amount of director’s fee of RMB1 per annum, which may be reviewed from time to time at the discretion of the Board.

The biographical details of Mr. Xia are set out as follows:

Mr. Xia, aged 56, is the co-chief executive officer of the Company since 4 July 2023, the executive vice president of the Company since 8 October 2021 and the president of Chongqing Peking University Resources Investment Company Limited* (重慶北大資源投資有限公司). He possesses 33 years of knowledge and experience in real estate development, operation and investment.

Before joining the Group in May 2012, Mr. Xia worked in a number of property development companies from February 1990 to February 2006, including Chongqing Jundu Property Development Co., Ltd.* (重慶郡都物業發展有限公司), and held various positions, including manager of engineering department, deputy general manager and general manager. From February 2006 to April 2012, Mr. Xia held positions as general manager and vice president with Hevol Real Estate Group Co., Ltd.* (和泓置地集團有限公司).

Mr. Xia obtained a bachelor degree in Industrial and Civil Construction from Chongqing Construction Engineering University (now merged into Chongqing University) in July 1989.

As at the date of this announcement, Mr. Xia is interested in 9,500,000 shares (long position) of the Company (representing approximately 0.35 % of the Company’s issued share capital).

Save as disclosed, as at the date of this announcement, Mr. Xia has confirmed that (i) he has no relationship with any Director, senior management or substantial or controlling shareholder of the Company, nor has he held any position in the Company or any of its subsidiaries; (ii) he has not held any directorship in any other public company in the past three years whose securities are listed in Hong Kong or any overseas securities market; (iii) he has no other interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other information in relation to Mr. Xia which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there other matters in relation to his appointment that need to be brought to the attention of the Shareholders.

Appointment of Independent Non-Executive Director

The Board is pleased to announce that Ms. Xu Nan (徐楠) (“**Ms. Xu**”) has been appointed as an independent non-executive Director with effect from the conclusion of the AGM. The Company entered into a service agreement with Ms. Xu for a period of one (1) year from the date of appointment. Ms. Xu will be entitled to an amount of director’s fee of HK\$12,000 per month, which may be reviewed from time to time at the discretion of the Board.

Ms. Xu has confirmed: (a) her independence as regards to each of the factors contained in Rules 3.13(1) to (8) of the Listing Rules; (b) that she had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect her independence at the time of her appointment.

The biographical details of Ms. Xu are set out as follows:

Ms. Xu, aged 50, has over 25 years in corporate management.

Ms. Xu worked from April 1996 to September 2009 as director of overseas planning department at Sanseido Bookstore Ltd., Japan. She was the general manager of Marco Polo (Tianjin) International Trading Co., Ltd.* (馬可波羅(天津)國際貿易有限公司) from January 2011 to November 2015. Since December 2015, she is the chief representative and legal representative of the Japan liaison office of Beijing Poly International Auction Co. Ltd.* (北京保利國際拍賣有限公司).

Ms. Xu obtained a bachelor’s degree in Japanese and Japanese literature from Gakushuin University, Japan in 1996. She obtained a master’s degree in business administration from the Tasmac London School of Business in 2011.

As at the date of this announcement, Ms. Xu has confirmed that (i) she has no relationship with any Director, senior management or substantial or controlling shareholder of the Company, nor has she held any position in the Company or any of its subsidiaries; (ii) she has not held any directorship in any other public company in the past three years whose securities are listed in Hong Kong or any overseas securities market; (iii) she has no other interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong); and (iv) there is no other information in relation to Ms. Xu which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there other matters in relation to her appointment that need to be brought to the attention of the Shareholders.

The Board further announces that following the resignation of Mr. Hua Yichun and the appointment of Ms. Xu as an independent non-executive Director, Ms. Xu has been appointed as a member of each of the audit committee and nomination committee from the conclusion of the AGM.

By order of the Board
Peking University Resources (Holdings) Company Limited
Wong Kai Ho
Chairman

Hong Kong, 30 August 2024

As at the date of this announcement, the Board comprises executive Directors of Mr. Wong Kai Ho (Chairman), Mr. Huang Zhuguang, Mr. Hou Ruilin and Mr. Xia Ding; and the independent non-executive Directors of Mr. Chin Chi Ho, Stanley, Mr. Chung Wai Man and Ms. Xu Nan.

* *For identification purpose only*