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KELFRED HOLDINGS LIMITED

恒發光學控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1134)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 22 MAY 2020 AND PAYMENT OF FINAL DIVIDEND

Reference is made to the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Kelfred Holdings Limited (the “**Company**”) and its circular (the “**Circular**”) both dated 20 April 2020.

Poll Results of AGM

The board of directors (the “**Board**”) of the Company is pleased to announce that the AGM of the Company was held on 22 May 2020 and all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM. The results of the poll are as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and independent auditor of the Company and its subsidiaries for the year ended 31 December 2019.	375,000,050 (100.00%)	0 (0.00%)
2.	To re-appoint RSM Hong Kong as the auditor of the Company and to authorise the Board of the Company to fix their remuneration.	375,000,050 (100.00%)	0 (0.00%)
3(a).	To re-elect Mr. Kwok Kwan Fai as an executive Director of the Company and authorise the Board of the Company to fix his remuneration.	375,000,050 (100.00%)	0 (0.00%)
3(b).	To re-elect Mr. Kwok Kwan Yu as an executive Director of the Company and authorise the Board of the Company to fix his remuneration.	375,000,050 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
3(c).	To re-elect Mr. Kwok Mau Kwan as a non-executive Director of the Company and authorise the Board of the Company to fix his remuneration.	375,000,050 (100.00%)	0 (0.00%)
3(d).	To re-elect Ms. Chan Yin Wah as a non-executive Director of the Company and authorise the Board of the Company to fix her remuneration.	375,000,050 (100.00%)	0 (0.00%)
3(e).	To re-elect Mr. Chu Kin Ming as an independent non-executive Director of the Company and authorise the Board of the Company to fix his remuneration.	375,000,050 (100.00%)	0 (0.00%)
3(f).	To re-elect Mr. Lee Wai Ming as an independent non-executive Director of the Company and authorise the Board of the Company to fix his remuneration.	375,000,050 (100.00%)	0 (0.00%)
3(g).	To re-elect Mr. Chan Hon Wah as an independent non-executive Director of the Company and authorise the Board of the Company to fix his remuneration.	375,000,050 (100.00%)	0 (0.00%)
4.	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to allot, issue and deal with the Shares not exceeding the aggregate of 20% of the number of the issued Shares as at the date of passing this resolution.*	375,000,050 (100.00%)	0 (0.00%)
5.	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to purchase or repurchase the Shares not exceeding the aggregate of 10% of the number of the issued Shares as at the date of passing this resolution.*	375,000,050 (100.00%)	0 (0.00%)
6.	To extend the general unconditional mandate granted to the directors of the Company under resolution numbered (4) above by an amount representing the number of the issued Shares purchased or repurchased by the Company pursuant to the general mandate under resolution numbered (5) above.*	375,000,050 (100.00%)	0 (0.00%)
Special Resolution		No. of Votes (%)	
		For	Against
7.	To approve the payment of a final dividend of HK2.0 cents per Share for the year ended 31 December 2019 entirely out of the share premium account of the Company.*	375,000,050 (100.00%)	0 (0.00%)

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

As more than 50% of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the above ordinary resolutions numbered 1 to 6, such resolutions were duly passed as ordinary resolutions.

As more than 75% of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of the above special resolution numbered 7, such resolution was duly passed as a special resolution.

As at the date of the AGM, the total number of issued shares of the Company was 500,000,000 shares, which was the total number of shares entitling the holders to attend and vote for or against each and every resolution. There were no shares entitling the Shareholders to attend and abstain from voting in favour of any of the Proposed Resolutions 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**”). No Shareholder was required under the Listing Rules to abstain from voting on the Proposed Resolutions. None of the Shareholders has stated his/her intention in the Circular to vote against the Proposed Resolutions or to abstain from voting at the AGM. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

Payment of Final Dividend

The proposal for the payment of a final dividend of HK2.0 cents per share for the year ended 31 December 2019 (the “**Final Dividend**”) entirely out of the share premium account to the Shareholders whose names appear on the register of members of the Company on 1 June 2020 was duly passed and approved at the AGM. Subject to the fulfilment of the conditions of the payment of the Final Dividend out of the share premium account, the Final Dividend is expected to be paid on Monday, 22 June 2020.

By Order of the Board
KELFRED HOLDINGS LIMITED
Mr. Kwok Kwan Fai
Chairman and Executive Director

Hong Kong, 22 May 2020

As at the date of this announcement, the executive Directors are Mr. Kwok Kwan Fai and Mr. Kwok Kwan Yu, the non-executive Directors are Mr. Kwok Mau Kwan and Ms. Chan Yin Wah, and the independent non-executive Directors are Mr. Lee Wai Ming, Mr. Chu Kin Ming and Mr. Chan Hon Wah.