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Great Harvest Maeta Holdings Limited

榮 豐 億 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3683)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 30 AUGUST 2024;
RETIREMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND
NON-COMPLIANCE WITH THE LISTING RULES**

The board (the “**Board**”) of directors (the “**Directors**”) of Great Harvest Maeta Holdings Limited (the “**Company**”) is pleased to announce that all ordinary resolutions proposed at the Annual General Meeting were duly passed by way of poll.

Dr. Chan Chung Bun, Bunny ceased to be an independent non-executive Director, member of each of the audit committee and nomination committee of the Board, and chairman of the remuneration committee of the Board with effect from the conclusion of the Annual General Meeting on 30 August 2024. Following his retirement, the Company fails to meet the requirements of Rules 3.10(1), 3.21, 3.25 and 3.27A of the Listing Rules.

Reference is made to the circular (the “**Circular**”) of the Company dated 30 July 2024. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

VOTING RESULTS OF THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39(5) of the Listing Rules, the Board is pleased to announce that the following ordinary resolutions (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 30 August 2024 and the poll results are as follows:

Ordinary Resolutions			Number of Shares (Approximate %) [#]	
			For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and the independent auditor of the Company for the year ended 31 March 2024.		722,730,000 (99.6955%)	2,207,500 (0.3045%)
2.	(a)	To re-elect Ms. Wong Tsui Yue Lucy as an independent non-executive Director.	722,730,000 (99.6955%)	2,207,500 (0.3045%)
	(b)	To authorise the Board of Directors to fix the remuneration of the Directors.	722,730,000 (99.6955%)	2,207,500 (0.3045%)
3.	To re-appoint CL Partners CPA Limited as auditor of the Company for the year ending 31 March 2025 and to authorise the Board to fix its remuneration.		722,730,000 (99.6955%)	2,207,500 (0.3045%)
4.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the number of issued shares of the Company (excluding treasury shares) as at the date of the passing of the relevant resolution.		722,730,000 (99.6955%)	2,207,500 (0.3045%)
5.	To grant a general and unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the number of issued shares of the Company (excluding treasury shares) as at the date of the passing of the relevant resolution.		722,730,000 (99.6955%)	2,207,500 (0.3045%)

Ordinary Resolutions		Number of Shares (Approximate %) [#]	
		For	Against
6.	Conditional upon resolutions 4 and 5 being passed, the general and unconditional mandate granted to the Directors to allot, issue and deal with additional shares of the Company pursuant to resolution 4 be extended by the addition thereto of a number of shares representing the number of shares of the Company repurchased by the Company under the authority granted pursuant to resolution 5.	722,730,000 (99.6955%)	2,207,500 (0.3045%)

[#] *The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the Annual General Meeting in person or by proxy.*

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

As at the date of the Annual General Meeting, the issued share capital of the Company comprised 952,613,513 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions at the Annual General Meeting 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 of the Resolutions at the Annual General Meeting.

Union Registrars Limited, the share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the Annual General Meeting.

All Directors attended the Annual General Meeting in person or by electronic means.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

As disclosed in the Circular, Dr. Chan Chung Bun, Bunny (“**Dr. Chan**”) who is subject to retirement by rotation at the Annual General Meeting, had informed the Board that he would not offer himself for re-election due to his own decision to devote more time to his personal engagements. Accordingly, Dr. Chan ceased to be an independent non-executive Director with effect from the conclusion of the Annual General Meeting on 30 August 2024.

Dr. Chan has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange. Upon Dr. Chan’s retirement as an independent non-executive Director, Dr. Chan has also ceased to be a member of each of the audit committee (the “**Audit Committee**”) and nomination committee (the “**Nomination Committee**”) of the Board, and chairman of the remuneration committee of the Board (the “**Remuneration Committee**”).

The Board would like to take this opportunity to thank Dr. Chan for his contributions to the Company during his tenure of office.

NON-COMPLIANCE WITH THE LISTING RULES

Following the retirement of Dr. Chan as an independent non-executive Director, the Company fails to meet the following requirements of the Listing Rules:

1. the Board does not comprise of at least three independent non-executive directors as required under Rule 3.10(1) of the Listing Rules;
2. the Audit Committee does not comprise of a minimum of three members as required under Rule 3.21 of the Listing Rules;
3. the Remuneration Committee is not chaired by an independent non-executive director and does not comprise of a majority of independent non-executive directors as required under Rule 3.25 of the Listing Rules; and
4. the Nomination Committee does not comprise of a majority of independent non-executive directors as required under Rule 3.27A of the Listing Rules.

The Company is in the process of identifying suitable candidate(s) to fill the vacancies of independent non-executive Director and the Board committees. The Company will use its best endeavours to ensure that suitable candidate(s) is/are appointed as soon as practicable and in any event, within three months from 30 August 2024, being the date of the Annual General Meeting, as required under Rule 3.11 of the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate.

For and on behalf of the Board
Great Harvest Maeta Holdings Limited
Lam Kwan
Chairperson

Hong Kong, 30 August 2024

As at the date of this announcement, the executive Directors are Ms. Lam Kwan and Mr. Pan Zhongshan; and the independent non-executive Directors are Mr. Cheung Kwan Hung and Ms. Wong Tsui Yue Lucy.