

*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.*



## **FREEMAN FINTECH CORPORATION LIMITED**

**民眾金融科技控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 279)**

### **POLL RESULTS AT ANNUAL GENERAL MEETING HELD ON 9 SEPTEMBER 2019; RETIREMENT OF DIRECTORS; AND CHANGE OF THE CHAIRMAN OF COMMITTEES AND AUTHORISED REPRESENTATIVE**

The poll results in respect of the proposed resolutions at the annual general meeting (the “AGM”) of Freeman FinTech Corporation Limited (the “Company”) held on 9 September 2019 are as follows:

<b>Resolutions (Note 1)</b>		<b>Number of votes cast (approximate % of votes cast)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited financial statements of the Company together with Reports of the Directors and the Auditor for the year ended 31 March 2019.	443,360,472 (84.01%)	84,376,000 (15.99%)
	<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>		
2.	To re-elect Mr. Wong Xiang Hong as an Executive Director of the Company.	485,878,472 (92.29%)	40,600,000 (7.71%)
	<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>		

Resolutions (Note 1)		Number of votes cast (approximate % of votes cast)	
		For	Against
3.	To re-elect Ms. Chow Mun Yee as an Executive Director of the Company.	43,503,432 (8.48%)	469,462,000 (91.52%)
<i>As less than 50% of the votes were cast in favour of this resolution, this resolution was not passed.</i>			
4.	To re-elect Mr. Yang Haoying as an Executive Director of the Company.	443,500,472 (84.24%)	82,978,000 (15.76%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			
5.	To re-elect Mr. Zhao Tong as an Executive Director of the Company.	43,504,232 (8.26%)	482,974,000 (91.74%)
<i>As less than 50% of the votes were cast in favour of this resolution, this resolution was not passed.</i>			
6.	To re-elect Mr. Cheung Wing Ping as an Independent Non-executive Director of the Company.	43,364,232 (8.24%)	483,116,000 (91.76%)
<i>As less than 50% of the votes were cast in favour of this resolution, this resolution was not passed.</i>			
7.	To authorise the Board of Directors to fix the remuneration of Directors of the Company.	443,500,472 (84.24%)	82,978,000 (15.76%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			
8.	To re-appoint Crowe (HK) CPA Limited as the auditor of the Company and to authorise the Board of Directors to fix their remuneration.	443,500,232 (87.22%)	64,987,000 (12.78%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			
9.	To grant a general mandate to the Directors to allot, issue and deal with new shares not exceeding 20 per cent. of the issued share capital of the Company.	417,594,458 (79.13%)	110,160,014 (20.87%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			

Resolutions (Note 1)		Number of votes cast (approximate % of votes cast)	
		For	Against
10.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent. of the issued share capital of the Company.	520,498,232 (98.41%)	8,398,000 (1.59%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			
11.	To extend the general mandate granted to the Directors to allot, issue and deal with new shares not exceeding the amount of shares repurchased by the Company.	417,594,458 (79.32%)	108,884,014 (20.68%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			
12.	To approve the refreshment of the Scheme Mandate Limit of the Share Option Scheme.	489,900,218 (93.05%)	36,577,014 (6.95%)
<i>As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed.</i>			

*Note 1: The above table only provides a summary of the resolutions. The full text of the resolutions is set out in the Company's notice of AGM dated 9 August 2019.*

As at the date of the AGM, the issued share capital of the Company was 1,868,176,188 ordinary shares (the "Shares"), being the total number of Shares entitling the holders thereof (the "Shareholders") to attend and vote for or against all proposed resolutions at the AGM. Ms. Chow Mun Yee ("Ms. Chow") together with her close associate, holding 800 Shares (representing approximately 0.00004% of the total issued share capital of the Company) as at the date of the AGM was abstained from voting on resolution no. 3 on re-electing herself as an Executive Director of the Company. Accordingly, the total number of Shares entitling the Shareholders to vote for or against resolution no. 3 was 1,868,175,388 Shares. Saved as disclosed, no other Shareholders were required to abstain from voting 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 "Stock Exchange").

The share registrar of the Company in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

## **RETIREMENT OF DIRECTORS**

As the resolutions for the re-election of Ms. Chow, Mr. Zhao Tong and Mr. Cheung Wing Ping as directors of the Company were not passed at the AGM, each of Ms. Chow, Mr. Zhao Tong and Mr. Cheung Wing Ping retired by rotation as a director of the Company at the conclusion of the AGM.

The board of directors (the “Board”) is not aware of any disagreement with each of Ms. Chow, Mr. Zhao Tong and Mr. Cheung Wing Ping or any matters relating to their retirements that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board expresses its sincere gratitude to Ms. Chow, Mr. Zhao Tong and Mr. Cheung Wing Ping for their valuable contribution to the Company during their tenure of office.

## **CHANGE OF CHAIRMAN OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

Following the retirement of Mr. Cheung Wing Ping as a director of the Company, he ceased to be the chairman of the audit committee, remuneration committee and the nomination committee with effect from 9 September 2019 and Mr. Fung Tze Wa has been appointed as the chairman of the audit committee, and Mr. An Dong has been appointed as the chairman of the remuneration committee and the nomination committee with effect from 9 September 2019.

## **CHANGE OF AUTHORISED REPRESENTATIVE**

Following the retirement of Ms. Chow as a director of the Company, she has resigned as an authorised representative of the Company with effect from 9 September 2019, but she remains to be the company secretary of the Company.

Ms. Chow confirmed that she has no disagreement with the Board and there is no matter in relation to her resignation of an authorised representative of the Company which needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board announces that, following Ms. Chow’s resignation as the authorised representative of the Company, Mr. Yang Haoying, an executive director of the Company, has been appointed as an authorised representative of the Company with effect from 9 September 2019.

By Order of the Board  
**Freeman FinTech Corporation Limited**  
**Ye Ye**  
*Chairman*

Hong Kong, 9 September 2019

As at the date of this announcement, the Board comprises the following Directors:–

***Executive Directors:***

Mr. Ye Ye (*Chairman*)

Mr. Wong Xiang Hong (*Chief Executive Officer*)

Mr. Pun Hong Hai (*Chief Operating Officer*)

Mr. Yang Haoying

***Independent Non-executive Directors:***

Mr. An Dong

Mr. Fung Tze Wa

Mr. Wu Keli