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KML Technology Group Limited

高萌科技集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8065)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 7 AUGUST 2024; AND (2) APPOINTMENT OF EXECUTIVE DIRECTOR AND BOARD COMMITTEES MEMBER

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 7 AUGUST 2024

The board (the “**Board**”) of directors (the “**Director(s)**”) of KML Technology Group Limited (the “**Company**”) is pleased to announce the voting results of the annual general meeting of the Company held on 7 August 2024 (the “**Annual General Meeting**”).

Reference is made to the circular of the Company (the “**Circular**”) incorporating, amongst others, the notice of the Annual General Meeting dated 11 July 2024 (the “**AGM Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the Annual General Meeting, all the proposed resolutions as set out in the AGM Notice were taken by poll. The Hong Kong share registrar of the Company, Tricor Investor Services Limited, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking.

As at the date of the Annual General Meeting, the total number of issued Shares was 404,960,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the Annual General Meeting. There was no restriction on any Shareholders casting votes on any of the proposed resolutions at the Annual General Meeting. There was no Share entitling the Shareholders to attend but abstain from voting in favour of any resolutions proposed at the Annual General Meeting as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) nor would any Shareholders be required under the GEM Listing Rules to abstain from voting at the Annual General Meeting. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the Annual General Meeting.

The Directors including Mr. Luk Kam Ming, Mr. Luk Kwai Lung, Mr. Luk Yin Cheung, Mr. Lau On Kwok, Mr. Law Wing Chi Stephen and Dr. Tse Chi Kong attended the Annual General Meeting in person or by electronic means.

The poll results in respect of the respective resolutions proposed at the Annual General Meeting were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended 31 March 2024 and the reports of the directors and auditors thereon.	296,507,800 (100.00%)	0 (0.00%)
2.	To re-elect the following Directors:		
	(A) Mr. Luk Kwai Lung, as an executive Director; and	296,147,800 (99.88%)	360,000 (0.12%)
	(B) Mr. Law Wing Chi Stephen, as an independent non-executive Director.	296,147,800 (99.88%)	360,000 (0.12%)
3.	To authorise the Board to fix the remuneration of the Directors.	296,507,800 (100.00%)	0 (0.00%)
4.	To re-appoint Ernst & Young as auditors of the Company and to authorise the Board to fix their remuneration for the year ending 31 March 2025.	296,506,800 (99.99%)	1,000 (0.01%)
5.	(A) To grant a general mandate to the Directors of the Company to allot, issue and/or otherwise deal with additional shares (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing this resolution.	296,506,800 (99.99%)	1,000 (0.01%)
	(B) To grant a general mandate to the Directors of the Company to repurchase shares not exceeding 10% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing this resolution.	296,507,800 (100.00%)	0 (0.00%)
	(C) Conditional upon the passing of the ordinary resolutions numbered 5(A) and 5(B), to extend the authority given to the Directors of the Company pursuant to ordinary resolution numbered 5(A) to issue shares by adding to the number of shares of the Company which may be allotted and issued by the Directors of the Company pursuant to such general mandate of an amount representing the number of shares repurchased under ordinary resolution numbered 5(B).	296,506,800 (99.99%)	1,000 (0.01%)

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

APPOINTMENT OF EXECUTIVE DIRECTOR AND BOARD COMMITTEES MEMBER

The Board is pleased to further announce that Ms. Lee Kam Han (“**Ms. Lee**”) has been appointed as an executive Director and a member of the risk management committee of the Company with effect from 7 August 2024.

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

Ms. Lee, aged 41, joined the Company and its subsidiaries (collectively the “**Group**”) as an assistant quality assurance engineer in June 2015 and contributed to the quality and environmental management systems maintenance, and was subsequently promoted to sustainability officer in October 2021. She is primarily responsible for the Environment, Social and Governance (“**ESG**”) matters of the Group.

Ms. Lee graduated from the Hong Kong Polytechnic University with a Bachelor of Science in Chemical Technology and a Master of Philosophy from the Department of Applied Biology and Chemical Technology in December 2006 and October 2009 respectively. She is a Certified ESG Planner CEP® and a member of the International Chamber of Sustainable Development (ICSD) since April 2022. She has been a Certified Sustainability Development Goal (“**SDG**”) Ambassador and Life Planning Development Facilitator since February 2024 and March 2024 respectively and actively participated in volunteer work to promote SDGs and life planning development.

As of the date of this announcement, Ms. Lee held 50,000 shares in the Company.

Ms. Lee has entered into a service agreement (“**Agreement**”) with the Company for an initial period of one year commencing from 7 August 2024 (the “**Initial Service Period**”) which is continued on a month-to-month basis after the Initial Service Period. The Agreement is also terminable by 3 months’ written notice. Ms. Lee will be subject to retirement and re-election at general meetings in accordance with the Company’s articles of association and the GEM Listing Rules. Ms. Lee is entitled to receive a remuneration of HK\$540,000 per annum, which was determined with reference to her qualifications, experience, duties and responsibilities, the prevailing market conditions as well as the recommendation of the remuneration committee of the Company; (ii) a discretionary bonus as determined in the absolute discretion of the Board; and (iii) participate in the Company’s incentive scheme on such terms as may be determined by the Board from time to time.

Before her appointment became effective, on 30 July 2024, Ms. Lee had obtained the legal advice from a firm of solicitors qualified to advise on Hong Kong law referred to in Rule 5.02D of the GEM Listing Rules and had confirmed that she understood her obligations as a Director, the requirements under the GEM Listing Rules that are applicable to her as a Director and the possible consequences of making a false declaration or giving false information to the Stock Exchange.

Save as disclosed above, as at the date of this announcement, to the best knowledge and information of the Directors having made all reasonable enquiries, Ms. Lee (i) did not hold any directorship in the last three years in other public company the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (iii) does not hold any other position of the Company and other companies within the Group; and (iv) does not have any other interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there was no matter relating to the appointment of Ms. Lee that needs to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to any requirements of Rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

The Board would like to express its warmest welcome to Ms. Lee on her appointment to the Board.

By order of the Board
KML Technology Group Limited
LUK Kam Ming
Chairman and Executive Director

Hong Kong, 7 August 2024

As at the date of this announcement, the executive Directors are Mr. LUK Kam Ming, Mr. LUK Kwai Lung, Mr. LUK Yin Cheung and Ms. LEE Kam Han; and the independent non-executive Directors are Mr. LAU On Kwok, Mr. LAW Wing Chi Stephen and Dr. TSE Chi Kong.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for a minimum period of 7 days from the date of publication and on the website of the Company at www.kml.com.hk.