



嘉靈集團
KARIN
GROUP

嘉靈控股集團有限公司

Karin Technology Holdings Limited

(Incorporated in Bermuda on 30 August 2002)
(Company Registration Number 32514)

RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING

The Board of Directors of Karin Technology Holdings Limited (the “Company”) refers to the Annual General Meeting (“AGM”) of the Company held on 26 October 2023 and wishes to announce that all resolutions as set out in the Notice of AGM dated 11 October 2023 were put to vote by poll at the AGM and were duly passed.

The results of the poll on each of the resolutions put to vote at the AGM are set out below:

No.	Ordinary Resolutions relating to	Total number of shares represented by votes for and against the relevant resolution	For		Against	
			No. of shares	%	No. of shares	%
1.	Receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 June 2023, Directors’ Report and the Auditor’s Report thereon.	168,998,100	168,998,100	100	0	0
2.	Approve a final dividend.	168,998,100	168,998,100	100	0	0
3.	Approve Directors’ Fees.	168,998,100	168,998,100	100	0	0
4.	Re-elect Mr Lawrence Kwan as a Director.	168,998,100	159,873,100	94.6	9,125,000	5.4
5.	Re-elect Mr Ng Mun Kit, Michael as a Director.	168,998,100	168,998,100	100	0	0



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No.	Ordinary Resolutions relating to	Total number of shares represented by votes for and against the resolution	For		Against	
			No. of shares	%	No. of shares	%
6.	Re-appoint Messrs Ernst & Young LLP, as auditors and to authorise the Directors to fix their remuneration.	168,998,100	168,998,100	100	0	0
7.	Authority to allot and issue shares.	168,998,100	159,873,100	94.6	9,125,000	5.4
8.	Authority to allot and issue Shares under the Karin Performance Share Plan.	98,358,150	89,233,150	90.72	9,125,000	9.28
9.	Authority to grant options and issue shares under the 2014 Karin Employee Share Option Scheme.	168,998,100	159,873,100	94.6	9,125,000	5.4
10.	Authority to Grant Options at a Discount under the 2014 Karin Employee Share Option Scheme.	168,998,100	159,873,100	94.6	9,125,000	5.4
11.	Proposed renewal of the Share Buyback Mandate.	168,998,100	168,998,100	100	0	0



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No party was required to abstain from voting on any Ordinary Resolutions.

However, to demonstrate good corporate governance practices, all employees of the Company, who are also shareholders, were reminded to abstain from voting on the following ordinary resolutions:

- Ordinary Resolution 9 (Authority to allot and issue Shares under the 2014 Karin Employee Share Option Scheme)
- Ordinary Resolution 10 (Authority to grant of options at a discount under the 2014 Karin Employee Share Option Scheme)

Entrust Advisory Pte. Ltd. was appointed as the Scrutineer for the AGM.

By Order of the Board

Wong Chi Cheung, Clarence
Financial Controller / Joint Company Secretary

26 October 2023