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## **Tradelink Electronic Commerce Limited**

**貿易通電子貿易有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 536)**

### **ANNUAL GENERAL MEETING HELD ON 24 MAY 2024 – POLL RESULTS, RETIREMENT OF DIRECTORS, APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

References are made to (i) the circular of Tradelink Electronic Commerce Limited (the “**Company**”) dated 15 April 2024 (the “**Circular**”); (ii) the notice of annual general meeting of the Company dated 15 April 2024 (the “**Notice**”); and (iii) the announcement of the Company dated 15 April 2024 in relation to changes to the Board committees (the “**Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF 2024 AGM**

The poll results in respect of the resolutions proposed at 2024 AGM held on 24 May 2024 are as follows:

| <b>Ordinary Resolutions</b> |   | <b>No. of Votes<br/>(Approximate %)</b> |                |
|-----------------------------|---|---|----------------|
|                             |   | <b>For</b>                              | <b>Against</b> |
| 1                           | To receive and adopt the audited financial statements of the Company, the directors’ report and the report of the auditors for the year ended 31 December 2023. | 259,029,785<br>(100%)                   | 0<br>(0%)      |

| Ordinary Resolutions |  | No. of Votes<br>(Approximate %) |                         |
|----------------------|--|---------------------------------|-------------------------|
|                      |  | For                             | Against                 |
| 2                    | To declare a final dividend for the year ended 31 December 2023.   | 259,029,785<br>(100%)           | 0<br>(0%)               |
| 3                    | (i) To re-elect Dr. LEE Harry Nai Shee, s.B.S., J.P. as a Non-executive Director.  | 256,119,130<br>(98.8763%)       | 2,910,655<br>(1.1237%)  |
|                      | (ii) To re-elect Mr. TSE Kam Keung as an Executive Director.   | 256,209,130<br>(98.9111%)       | 2,820,655<br>(1.0889%)  |
| 4                    | To elect Ms. CHEUNG Ho Ling Honnus as an Independent Non-executive Director.   | 259,029,785<br>(100%)           | 0<br>(0%)               |
| 5                    | To authorise the Board to fix the remuneration of Directors.   | 256,211,130<br>(98.9118%)       | 2,818,655<br>(1.0882%)  |
| 6                    | To re-appoint KPMG as auditors of the Company and to authorise the Board to fix their remuneration.  | 259,029,785<br>(100%)           | 0<br>(0%)               |
| 7                    | To pass Ordinary Resolution 7 of the Notice – to give Directors a general mandate to allot, issue and deal with new Shares not exceeding 20% of the total number of issued Shares. | 244,233,130<br>(94.2877%)       | 14,796,655<br>(5.7123%) |

As more than 50% of the votes were cast in favour of each of the above resolutions 1 to 7, all such resolutions were duly passed as ordinary resolutions.

As at the date of the 2024 AGM, the total number of issued Shares was 794,633,719 Shares, which was the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the 2024 AGM. There were no restrictions imposed on the Shareholders casting votes on any of the resolutions proposed at the 2024 AGM. In addition, there were no shares entitling the holders to attend and abstain from voting in favour of any of the resolutions proposed at the 2024 AGM as set out in rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions proposed at the 2024 AGM. No parties have stated any intention in the Circular that he/she/it would vote against or abstain from voting on any of the resolutions proposed at the 2024 AGM.

Computershare Hong Kong Investor Services Limited, the share registrar of the Company, acted as scrutineer for the vote-taking at the 2024 AGM.

Dr. LEE Harry Nai Shee, S.B.S., J.P. (Chairman), Dr. LEE Delman, Mr. YUEN Wing Sang Vincent, Mr. TSE Kam Keung, Mr. CHENG Chun Chung Andrew, Ms. CHUNG Shun Kwan, Mr. CHAK Hubert, Mr. CHAU Tak Hay, Ms. CHAN Chi Yan, Mr. CHUNG Wai Kwok Jimmy and Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT attended the 2024 AGM. Mr. YING Tze Man was not able to attend the 2024 AGM due to his prior business commitments.

## **RETIREMENT OF DIRECTORS**

The Board hereby announces that with effect from the conclusion of the 2024 AGM:

- (1) Mr. YING Tze Man (“**Mr. YING**”) has retired as a NED in conformity with the Diversity Policy;
- (2) Ms. CHAN Chi Yan (“**Ms. CHAN**”) has retired as an INED in conformity with the Diversity Policy; and
- (3) Mr. CHUNG Wai Kwok Jimmy (“**Mr. CHUNG**”) has retired as an INED in conformity with the Diversity Policy.

Each of Mr. YING, Ms. CHAN and Mr. CHUNG has confirmed that he/she has no disagreement with the Board and that there are no other matters relating to his/her retirement that need to be brought to the attention of the Shareholders and the SEHK.

The Board would like to express its sincere gratitude to Mr. YING, Ms. CHAN and Mr. CHUNG for their valuable contributions to the Company during their tenure of office.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that upon approval by the Shareholders at the 2024 AGM, Ms. CHEUNG Ho Ling Honnus (“**Ms. CHEUNG**”) has been appointed as an INED with effect from the conclusion of the 2024 AGM.

Set out below is the biographical details of Ms. CHEUNG:

Ms. CHEUNG Ho Ling Honnus, aged 53, was appointed as an INED on 24 May 2024. She graduated from the University of Queensland (Australia) with a Bachelor of Commerce degree and with an Executive Master of Business Administration degree from Kellogg School of Management at Northwestern University and Hong Kong University of Science and Technology. Ms. CHEUNG is a fellow member of the Hong Kong Institute of Certified Public Accountants (HKICPA) and Certified Practising Accountants of Australia. She is also a fellow member of the Hong Kong Institute of Directors. Ms. CHEUNG has served as Co-Founder and Chief Strategy Officer of On-us Group since 2020. She has

been the Independent Non-Executive Director of Mobvista Inc. (listed on the Main Board of SEHK with stock code:1860) and Stelux Holdings International Limited (listed on the Main Board of SEHK with stock code: 84) since 2022 and an Independent Director of VS MEDIA Holdings Limited (NASDAQ: VSME) since September 2023. Moreover, she was the Independent Non-Executive Director and Audit Committee Chairman for iClick Interactive Asia Group Limited (NASDAQ: ICLK) from 2017 to 2021. Prior to that, she was the Chief Financial Officer, Asia Pacific and General Manager, China for Travelzoo (NASDAQ: TZOO) from 2007 to 2019 and Regional Finance Director for Yahoo! Asia from 1999 to 2007. She built both Travelzoo Asia and Yahoo! Asia business from zero to multi-billions. Prior to working for Yahoo!, Ms. CHEUNG held various professional positions at American Standard and PricewaterhouseCoopers (“PwC”). She has over 20 years’ experience in financial and management functions in listed companies.

The Company has entered into a service contract with Mr. CHEUNG for a term of three years and subject to rotational retirement and re-election requirement at AGM pursuant to Article 96 of the Articles of Association and the Listing Rules or at such time as may be required by resolution of the Board. The service contract can be terminated by the Company or Ms. CHEUNG by giving one month’s notice in writing or payment in lieu of notice. Ms. CHEUNG will be entitled to an annual emolument of HK\$350,000 in aggregate for serving on the Board, AGC, NC and RC which is determined by the Board with reference to her duties, responsibilities and prevailing market conditions.

Ms. CHEUNG is an ex-colleague of Mr. CHUNG, while they were working at PwC at the same time back in the 1990s.

Save as disclosed above, as at the date of this announcement, (i) Ms. CHEUNG does not hold any other positions with the Company or subsidiaries of the Company; (ii) Ms. CHEUNG has not held any other directorships in any other listed public companies in Hong Kong or overseas during the past three years preceding the date of this announcement; (iii) Ms. CHEUNG does not have any other relationships with any Directors, senior management or substantial or controlling Shareholder(s); and (iv) Ms. CHEUNG does not have, and is not deemed to have, any other interests or short positions in the Shares, underlying Shares or debentures of the Company within the meaning of Part XV of the SFO.

Ms. CHEUNG has confirmed (i) her independence as regards the factors in Rule 3.13 of the Listing Rules; (ii) she has no past or present financial or other interests in the business of the Company or its subsidiaries nor any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect her independence. Ms. CHEUNG has also confirmed that there are no other matters that need to be brought to the attention of Shareholders in connection with her appointment and there is no other information that should be disclosed pursuant to rule 13.51(2) of the Listing Rules.

The Company would like to extend a warm welcome to Ms. CHEUNG for joining the Board.

## CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that with effect from the conclusion of the 2024 AGM:

- (1) Each of Mr. YING, Ms. CHAN and Mr. CHUNG has stepped down from the Board committees of which he/she was a member or chairman respectively following his/her retirement; and
- (2) Ms. CHEUNG has been appointed as the chairperson of the AGC and a member of each of the RC and NC.

As disclosed in the Announcement, the Corporate Governance Committee of the Board has been merged with the Audit Committee of the Board, which has been renamed as the Audit and Governance Committee. Accordingly, the Board shall have 4 committees with effect from the conclusion of the 2024 AGM with composition as follows:

| <b>Audit and Governance Committee</b>     | <b>Remuneration Committee</b>        | <b>Nomination Committee</b>                          | <b>Investment Committee</b> |
|---|--------------------------------------|--|-----------------------------|
| Ms. CHEUNG Ho Ling Honnus (Chairperson)   | Mr. CHAU Tak Hay (Chairman)          | Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT (Chairman) | Mr. CHAK Hubert (Chairman)  |
| Mr. CHAK Hubert                           | Dr. LEE Harry Nai Shee, S.B.S., J.P. | Dr. LEE Harry Nai Shee, S.B.S., J.P.                 | Mr. CHAU Tak Hay            |
| Mr. CHAU Tak Hay                          | Ms. CHEUNG Ho Ling Honnus            | Ms. CHEUNG Ho Ling Honnus                            |                             |
| Mr. LIN Sun Mo Willy, G.B.S., J.P., FCILT |                                      |  |                             |

By Order of the Board  
**Tradelink Electronic Commerce Limited**  
**Dr. LEE Harry Nai Shee, S.B.S., J.P.**  
*Chairman*

Hong Kong, 24 May 2024

Following the conclusion of the 2024 AGM, the Board of Directors comprises  
**Non-executive Directors:** Dr. LEE Harry Nai Shee, S.B.S., J.P. (Chairman), Dr. LEE Delman, and Mr. YUEN Wing Sang Vincent;  
**Executive Directors:** Mr. TSE Kam Keung, Mr. CHENG Chun Chung Andrew and Ms. CHUNG Shun Kwan; and  
**Independent Non-executive Directors:** Mr. CHAK Hubert, Mr. CHAU Tak Hay, Ms. CHEUNG Ho Ling Honnus and Mr. LIN Sun Mo, Willy, G.B.S., J.P., FCILT.