

*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.*



## **BGMC International Limited**

**璋利國際控股有限公司**

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

**(Stock code: 1693)**

**(1) POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 8 AUGUST 2024;  
(2) SHARE CONSOLIDATION; AND  
(3) ADJUSTMENT IN RELATION TO THE SHARE OPTION SCHEME**

The Board is pleased to announce that the Resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the EGM held on Thursday, 8 August 2024.

As all the conditions precedent of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Monday, 12 August 2024. Dealings in the Consolidated Shares will commence at 9:00 a.m. (Hong Kong time) on Monday, 12 August 2024.

As a result of the Share Consolidation, adjustment will be made in relation to the scheme mandate limit of the Share Option Scheme. Such adjustment will become effective on Monday, 12 August 2024.

References are made the circular (the “**Circular**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of BGMC International Limited (the “**Company**”) both dated 24 July 2024 in relation to, among other things, the Share Consolidation and the Change in Board Lot Size. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **POLL RESULT OF THE EGM**

The Board is pleased to announce that the ordinary resolution (the “**Resolution**”) as set out in the Notice was duly passed by the Shareholders by way of poll at the EGM held on Thursday, 8 August 2024.

As at the date of the EGM, the total number of issued Shares was 1,800,000,000. There were (a) no treasury shares held by the Company (including any treasury shares held or deposited with CCASS) as at the date of the EGM and as such no voting rights of treasury shares have been exercised at the EGM; and (b) no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the EGM.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, there was no Share entitling any Shareholder to attend and abstain from voting in favour of the Resolution at the EGM 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 the Resolution at the EGM. None of the Shareholders had indicated in the Circular of their intention to vote against or to abstain from voting on the Resolution at the EGM. Accordingly, there were 1,800,000,000 Shares entitling the Shareholders to attend and vote on the Resolution proposed at the EGM.

The Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM. All Directors, namely, Dato' Teh Kok Lee, Datuk Kamalul Arifin Bin Othman, Mr. Kua Choh Leang and Datuk Kang Hua Keong attended the EGM by electronic means.

The poll result in respect of the Resolution at the EGM was as follows:

<b>ORDINARY RESOLUTION</b> <i>(Note)</i>	<b>Number of votes (Approximate %)</b>	
	<b>For</b>	<b>Against</b>
To approve the Share Consolidation and to authorise the Directors to do all such acts, deeds and things and to effect all necessary actions as they may consider necessary or desirable in connection with the implementation of the Share Consolidation and to aggregate all fractional Consolidated Shares and sell them for the benefits of the Company.	1,578,034,002 (99.9984%)	25,000 (0.0016%)

*Note:* Please refer to the Notice for full text of the Resolution.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as ordinary resolution by way of poll at the EGM.

## **SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE**

The Board is also pleased to announce that approval has been granted by the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Consolidated Shares. As all the conditions precedent of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Monday, 12 August 2024. Dealings in the Consolidated Shares on the Stock Exchange will commence at 9:00 a.m. (Hong Kong time) on Monday, 12 August 2024.

Please refer to the Circular for the details, including the trading arrangement, the Change in Board Lot Size and the exchange of share certificates and matching services for odd lots in connection with the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, the colour of the share certificates of the Company will be changed from light blue to green.

## **ADJUSTMENT IN RELATION TO THE SHARE OPTION SCHEME**

The Company has adopted a share option scheme (the “**Share Option Scheme**”) by way of Shareholders’ resolution passed on 3 July 2017 which became effective on 9 August 2017 (the “**Listing Date**”), pursuant to which the total number of Shares in respect of which options may be granted under the Share Option Scheme and under any other share schemes of the Company shall not exceed 180,000,000 Existing Shares. The scheme mandate limit had not been refreshed and no share options were granted under the Share Option Scheme since the Listing Date. Immediately upon the Share Consolidation becoming effective, the scheme mandate limit of the Share Option Scheme will become 3,600,000 Consolidated Shares.

By order of the Board  
**BGMC International Limited**  
**Datuk Kamalul Arifin Bin Othman**  
*Chairman and Independent Non-Executive Director*

Malaysia, 8 August 2024

*As at the date of this announcement, the Board comprises Dato’ Teh Kok Lee (Chief Executive Officer) as executive Director; and Datuk Kamalul Arifin Bin Othman (Chairman), Kua Choh Leang and Datuk Kang Hua Keong as independent non-executive Directors.*