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Janco Holdings Limited

駿高控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8035)

REQUISITION OF SUBSTANTIAL SHAREHOLDER TO CONVENE AN EXTRAORDINARY GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of Janco Holdings Limited (the “**Company**”, and its subsidiaries, the “**Group**”) hereby announces that, on 16 September 2022, the Board received a letter from HKSCC Nominees Limited dated 15 September 2022, enclosing, among others, a notice of requisition (the “**Requisition**”) for a meeting dated 9 September 2022 from Million Venture Holdings Limited, a substantial shareholder (as defined in the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited) of the Company.

Pursuant to the articles of association of the Company (the “**Articles**”), any one or more members of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition. As at the date of the Requisition, Million Venture Holdings Limited is the beneficial owner of 156,000,000 shares of the Company, representing 26% of the paid up capital of the Company. As stated in the Requisition, the Company is requested to convene an extraordinary general meeting (“**EGM**”) for considering and, if thought fit, passing the following ordinary resolutions:

1. “**THAT NG CHIN HUNG** be and is hereby removed as a director and chief executive officer of the Company pursuant to Article 83(5) of the Articles with effect from the conclusion of the EGM.”
2. “**THAT CHENG TAK YUEN** be and is hereby removed as a director of the Company pursuant to Article 83(5) of the Articles with effect from the conclusion of the EGM.”
3. “**THAT CHAN KIN CHUNG** be and is hereby removed as a director and chairman of the Company pursuant to Article 83(5) of the Articles with effect from the conclusion of the EGM.”

4. “**THAT LEE KWONG CHAK, BONNIO** be and is hereby removed as a director of the Company pursuant to Article 83(5) of the Articles with effect from the conclusion of the EGM.”
5. “**THAT KWAN CHI HONG** be and is hereby removed as a director of the Company pursuant to Article 83(5) of the Articles with effect from the conclusion of the EGM.”
6. “**THAT CHAN WILLIAM** be and is hereby removed as a director of the Company pursuant to Article 83(5) of the Articles with effect from the conclusion of the EGM.”
7. “**THAT** each of the Directors of the Company appointed to the Board between the date of this notice of Requisition and the date of the EGM, other than those persons who are to be appointed Directors at the EGM, be and is hereby removed as a director of the Company with effect from the conclusion of the EGM.”
8. “**THAT** the maximum number of directors of the Company be and is hereby fixed at five (5) with immediate effect.”
9. “**THAT CHAN CHUN SING (陳振聲)** be and is hereby appointed as an executive director of the Company pursuant to Article 83(2) of the Articles with effect from the conclusion of the EGM.”
10. “**THAT LAW WING TAK JACK (羅永德)** be and is hereby appointed as an independent non-executive director of the Company pursuant to Article 83(2) of the Articles with effect from the conclusion of the EGM.”
11. “**THAT KWOK Kai Hung (郭啟雄)** be and is hereby appointed as an independent non-executive director of the Company pursuant to Article 83(2) of the Articles with effect from the conclusion of the EGM.”
12. “**THAT MOY YEE WO, MATTHEW (梅以和)** be and is hereby appointed as an independent non-executive director of the Company pursuant to Article 83(2) of the Articles with effect from the conclusion of the EGM.”
13. “**THAT** the Board be and is hereby authorized to fix the Director’s remuneration.”

Pursuant to the article 58 of the Articles, the Company is required to convene the EGM for the transaction of any business specified in the Requisition set out above within twenty-one (21) days of the deposit of the Requisition of Million Venture Holdings Limited. Such EGM shall be held within two (2) months after the deposit of such Requisition. As such, the Company will convene the EGM according to the Articles.

By order of the Board
Janco Holdings Limited
駿高控股有限公司
Ng Chin Hung
Executive Director and Chief Executive Officer

Hong Kong, 19 September 2022

As at the date of this announcement, the executive Directors are Mr Ng Chin Hung (Chief Executive Officer) and Mr Cheng Tak Yuen, the non-executive Director is Mr Chan Kin Chung (Chairman) and the independent non-executive Directors are Mr Lee Kwong Chak Bonnio, Mr Kwan Chi Hong and Mr Chan William.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 GEM's website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the Company's website at www.jancofreight.com.