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Johnson Electric Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 179)

Poll Results of Annual General Meeting held on 14 July 2022, Retirement of Independent Non-Executive Director, and Change in Composition of Nomination and Corporate Governance Committee

Poll Results of Annual General Meeting

At the Annual General Meeting of Johnson Electric Holdings Limited (“Company”) held on 14 July 2022 (“AGM”), all the proposed resolutions as set out in the Notice of AGM of the Company dated 31 May 2022 (“Notice of AGM”) were duly approved by shareholders and the poll results were as follows:

	Resolutions	Number of Votes (%)	
		For	Against
1.	To receive and adopt the Audited Consolidated Financial Statements and the Reports of the Directors and of the Auditor for the year ended 31 March 2022	750,749,398 (98.127803%)	14,323,672 (1.872197%)
2.	To declare a final dividend of 17 HK cents per share in respect of the year ended 31 March 2022	765,073,070 (100%)	0 (0%)
3.	To give a general mandate to the directors to buy back shares of the Company	763,311,960 (99.836266%)	1,251,850 (0.163734%)
4.	(a) To re-elect Madam Wang Koo Yik-Chun as a non-executive director	700,247,976 (91.526941%)	64,825,094 (8.473059%)
	(b) To re-elect Prof. Michael John Enright as an independent non-executive director	707,502,740 (92.475185%)	57,570,330 (7.524815%)
	(c) To re-elect Mrs. Catherine Annick Caroline Bradley as an independent non-executive director	757,094,040 (98.957089%)	7,979,030 (1.042911%)
5.	To authorise the board of directors to fix the directors’ remuneration	763,660,087 (99.815314%)	1,412,983 (0.184686%)
6.	To re-appoint Messrs. PricewaterhouseCoopers as Auditor and to authorise the directors to fix its remuneration	740,413,231 (96.776800%)	24,659,839 (3.223200%)

7.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company	564,571,935 (73.842357%)	199,991,875 (26.157643%)
8.	To extend the general mandate granted to the directors to issue additional shares bought back by the Company pursuant to resolution numbered 3	567,387,168 (74.210571%)	197,176,642 (25.789429%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.			

Notes:

1. The full text of the Resolutions in items 3, 7 and 8 are set out in the Notice of AGM.
2. As of the date of the AGM, the total number of issued shares of the Company was 906,003,434 shares, which was the total number of shares entitling the holders to attend and vote on all the resolutions at the AGM.
3. There was no share of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) and no shareholders of the Company were required to abstain from voting at the AGM under the Listing Rules.
4. There was no restriction on any shareholders to cast votes on any of the resolutions at the AGM.
5. No parties have stated their intention in the circular to the shareholders of the Company dated 31 May 2022 (“Circular”) containing the Notice of AGM to vote against or abstain from voting on any of the resolutions at the AGM.
6. Computershare Hong Kong Investor Services Limited, the Company’s share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.
7. Except for Madam Wang Koo Yik-Chun, Mr. Austin Jesse Wang, Mr. Peter Kin-Chung Wang, Mr. Peter Stuart Allenby Edwards, Mr. Patrick Blackwell Paul and Prof. Michael John Enright, all Directors of the Company attended the AGM either in person or by electronic means.

Retirement of Independent Non-Executive Director

As stated in the Company’s Circular dated 31 May 2022, Mr. Peter Stuart Allenby Edwards retired from the board of directors (“Board”) of the Company as an Independent Non-Executive Director at the conclusion of the AGM. Following his retirement, with effect from the conclusion of the AGM, Mr. Edwards ceased to be the chairman of the Nomination and Corporate Governance Committee of the Company.

Mr. Edwards has confirmed that he has no disagreement with the Board and that there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its most sincere gratitude to Mr. Edwards for his valuable contributions to the Board during his tenure of office.

Change in Composition of Nomination and Corporate Governance Committee

The Board announces that Mrs. Catherine Annick Caroline Bradley, an Independent Non-Executive Director of the Company and an existing member of the Company's Remuneration Committee, has been appointed as the chairman of the Nomination and Corporate Governance Committee of the Company with effect from 14 July 2022.

Board of Directors

As of the date of this announcement, following the conclusion of the AGM, the Board of the Company comprises Patrick Shui-Chung WANG and Austin Jesse WANG being the Executive Directors; WANG KOO Yik-Chun, MAK WANG Wing-Yee Winnie and Peter Kin-Chung WANG being the Non-Executive Directors; and Patrick Blackwell PAUL, Michael John ENRIGHT, Joseph Chi-Kwong YAM, Christopher Dale PRATT and Catherine Annick Caroline BRADLEY being the Independent Non-Executive Directors.

By Order of the Board
Johnson Electric Holdings Limited
Lai-Chu CHENG
Company Secretary

Hong Kong, 14 July 2022

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