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# 波司登 BOSIDENG

波司登國際控股有限公司

## Bosideng International Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3998)

### (I) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON AUGUST 27, 2018 AND (II) RETIREMENT OF DIRECTOR

#### (I) POLL RESULTS

The board (the “**Board**”) of directors (the “**Directors**”) of Bosideng International Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on August 27, 2018 (the “**AGM**”), all the proposed resolutions as set out in the notice of the AGM dated July 27, 2018 (the “**Notice**”) were duly passed by the shareholders of the Company by way of poll. The poll results in respect of the resolutions were as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and approve the financial statements and reports of the Directors and auditors (the “ <b>Auditors</b> ”) for the year ended March 31, 2018.	8,454,273,797 (99.8576%)	12,056,000 (0.1424%)
The resolution was duly passed as an ordinary resolution.			
2.	To declare a final dividend of HKD3.5 cents per ordinary share of the Company (the “ <b>Share</b> ”).	8,455,811,797 (99.8581%)	12,014,000 (0.1419%)
The resolution was duly passed as an ordinary resolution.			
3.	To declare a special dividend of HKD2.5 cents per Share.	8,455,809,797 (99.8581%)	12,014,000 (0.1419%)
The resolution was duly passed as an ordinary resolution.			
4(i)	To re-elect Ms. Mei Dong as an executive Director;	8,439,121,797 (99.6610%)	28,704,000 (0.3390%)
The resolution was duly passed as an ordinary resolution.			

Ordinary Resolutions		No. of Votes (%)	
		For	Against
4(ii)	To re-elect Ms. Huang Qiaolian as an executive Director;	8,438,249,797 (99.6507%)	29,576,000 (0.3493%)
	The resolution was duly passed as an ordinary resolution.		
4(iii)	To re-elect Mr. Wang Yao, who has served the Company for more than nine years, as an independent non-executive Director; and	8,447,491,797 (99.7599%)	20,334,000 (0.2401%)
	The resolution was duly passed as an ordinary resolution.		
4(iv)	To authorize the Board to fix the Directors' remuneration.	8,454,257,797 (99.8398%)	13,568,000 (0.1602%)
	The resolution was duly passed as an ordinary resolution.		
5.	To appoint the Auditors and to authorize the Board to fix the remuneration of the Auditors.	8,454,269,797 (99.8399%)	13,554,000 (0.1601%)
	The resolution was duly passed as an ordinary resolution.		
6.	To grant a general mandate to the Directors to allot, issue and deal with the shares in accordance with ordinary resolution number 6 as set out in the Notice.	7,911,953,258 (93.4355%)	555,872,539 (6.5645%)
	The resolution was duly passed as an ordinary resolution.		
7.	To grant a general mandate to the Directors to repurchase the shares in accordance with ordinary resolution number 7 as set out in the Notice.	8,455,803,797 (99.8580%)	12,022,000 (0.1420%)
	The resolution was duly passed as an ordinary resolution.		
8.	Conditional upon ordinary resolutions number 6 and 7 being passed, to extend the general mandate to the Directors to allot, issue and deal with additional shares by the number of shares repurchased in accordance with ordinary resolution number 8 as set out in the Notice.	7,924,595,258 (93.5850%)	543,208,539 (6.4150%)
	The resolution was duly passed as an ordinary resolution.		

As at the date of the AGM, the total number of issued shares in the Company was 10,682,560,385. Since none of the shareholders was required to abstain from voting on any of the above resolutions, the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 10,682,560,385. No shareholder was required to attend and abstain from voting in favour 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. No parties have stated any intention in the circular of the Company dated July 27, 2018 to vote against the resolutions proposed at the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

## **(II) RETIREMENT OF DIRECTOR**

The Board also announces that Mr. Lian Jie (“**Mr. Lian**”), an independent non-executive Director who retired at the AGM according to article 87 of the Articles of Association, did not offer himself for re-election as he would like to devote more time to pursue other business commitment. Mr. Lian retired at the conclusion of the AGM. He has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of the shareholders of the Company in respect of his retirement.

The Board would like to express its gratitude to Mr. Lian for his contribution to the Company during his tenure of office.

Following the retirement of Mr. Lian, the composition of the audit committee of the Company shall be changed as follows:

Dr. Ngai Wai Fung (*Chairman*)

Mr. Dong Binggen

Mr. Wang Yao

This announcement is available for viewing on the designated website of Hong Kong Exchanges and Clearing Limited at <http://www.hkexnews.hk> and on the website of the Company at <http://company.bosideng.com>.

By order of the Board  
**Bosideng International Holdings Limited**  
**Mak Yun Kuen**  
*Company Secretary*

Hong Kong, August 27, 2018

*As at the time of issue of this announcement, the executive Directors of the Company are Mr. Gao Dekang, Ms. Mei Dong, Ms. Huang Qiaolian, Mr. Mak Yun Kuen, Mr. Rui Jinsong and Mr. Gao Xiaodong; and the independent non-executive Directors are Mr. Dong Binggen, Mr. Wang Yao and Dr. Ngai Wai Fung.*