

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.



HUA LIEN INTERNATIONAL (HOLDING) COMPANY LIMITED

華聯國際（控股）有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 969)

(1) POLL RESULTS OF ANNUAL GENERAL MEETING HELD

ON 5 JULY 2017

AND

**(2) RETIREMENT OF DIRECTORS AND CHANGE OF COMPOSITION OF
COMMITTEES OF THE BOARD**

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting of Hua Lien International (Holding) Company Limited (the “**Company**”) held at Empire Room II, 1/F, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong on Wednesday, 5 July 2017 at 11:00 a.m. (the “**AGM**”), a poll was duly demanded by the chairman of the AGM for voting on all the proposed resolutions as set out in the notice of the AGM dated 5 June 2017 (the “**Notice**”).

The Company has appointed Union Registrars Limited, the branch share registrar of the Company in Hong Kong, to act as the scrutineer for the purpose of vote-taking at the AGM. The poll results of the AGM are as follows:

** For identification purposes only*

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		FOR	AGAINST	
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditors of the Company for the year ended 31 December 2016.	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133
2.	(a) To re-elect Mr. Han Hong as an executive director of the Company;	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133
	(b) Not to immediately fill up the vacated office of Mr. Hu Yebi at the AGM upon his retirement as an executive director of the Company;	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133
	(c) Not to immediately fill up the vacated office of Dr. Zheng Liu at the AGM upon her retirement as an independent non-executive director of the Company; and	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133
	(d) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133
3.	To re-appoint BDO Limited as auditor of the Company and to authorise the directors to fix remuneration of the auditor.	1,465,067,133 (100%)	0 (0%)	1,465,067,133
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of shares of the Company in issue as at the date of passing this resolution.	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		FOR	AGAINST	
5.	To grant a general mandate to the directors to repurchase its shares not exceeding 10% of the total number of shares of the Company in issue as at the date of passing this resolution.	1,190,286,050 (81.24%)	274,781,083 (18.76%)	1,465,067,133
6.	To extend the general mandate granted to the directors of the Company to issue shares by the number of shares repurchased by the Company.	1,190,284,050 (81.24%)	274,781,083 (18.76%)	1,465,065,133

The board of directors (the “**Directors**”) of the Company (the “**Board**”) is pleased to announce that as more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of shares of the Company in issue was 2,191,180,000 which was the total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM. No shareholder of the Company who was entitled to attend the AGM should abstain from voting in favour of any resolution as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

No shareholder of the Company was required under the Listing Rules to abstain from voting on any resolution at the AGM. None of the shareholders of the Company has stated their intention in the circular of the Company dated 5 June 2017 (the “**Circular**”) to vote against any of the resolutions at the AGM.

RETIREMENT OF DIRECTORS AND CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD

Reference is made to the announcement of the Company dated 1 June 2017 (the “**1 June 2017 Announcement**”) and the Circular in relation to the Directors subject to retirement at the AGM, the notifications from Mr. Hu Yebi (“**Mr. Hu**”) and Dr. Zheng Liu (“**Dr. Zheng**”) of their intention not to stand for re-election at the AGM and their notification to shareholders of the Company and potential investors.

Mr. Hu has retired as an executive Director with effect from the conclusion of the AGM.

Dr. Zheng has retired as an independent non-executive Director and ceased to be the chairperson and member of the audit committee, the remuneration committee and the nomination committee of the Board with effect from the conclusion of the AGM.

For details of the reasons for the retirement of Mr. Hu and Dr. Zheng, notification to shareholders and potential investors of the Company from Mr. Hu and Dr. Zheng and information that should be brought to the attention of the shareholders of the Company, please refer to 1 June 2017 Announcement.

Following the retirement of Dr. Zheng, the number of independent non-executive Directors and the members of audit committee of the Company will fall below the minimum number required under Rules 3.10(1) and 3.21 of the Listing Rules. In addition, the Company will fail to meet the requirement that at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise under Rule 3.10(2) of the Listing Rules, the composition requirement of the remuneration committee of the Board under Rule 3.25 of the Listing Rules and the composition requirement of the nomination committee under code provision A.5.1 of the Corporate Governance Code contained in Appendix 14 of the Listing Rules and the relevant terms of references of the Company.

The Company shall endeavour to identify suitable candidate(s) to fill the vacancy(ies) of the Board and the relevant Board committees as soon as practicable, with the relevant appointment(s) to be made within three months from the date of the AGM to meet the requirements under the Listing Rules. The Company will make further announcement(s) as and when appropriate.

This announcement has been approved by all of the Directors (other than Mr. Yu Chi Jui and Ms. Li Xiao Wei).

By order of the Board
Hua Lien International (Holding) Company Limited
Mr. Han Hong
Executive Director

Hong Kong, 5 July 2017

As at the date of this announcement, the Board comprises six Directors, of which four are executive Directors, namely Mr. Liu Xueyi, Mr. Han Hong, Mr. Wang Zhaohui and Dr. Xu Dandan and two are independent non-executive Directors, namely Mr. Yu Chi Jui and Ms. Li Xiao Wei.