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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 THE EXTRAORDINARY GENERAL MEETING
HELD ON 12 DECEMBER 2017;
(2) APPOINTMENT OF DIRECTORS;
(3) REMOVAL OF DIRECTORS;
(4) CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD;
(5) CHANGE OF CHAIRMAN OF COMMITTEES OF THE BOARD; AND
(6) APPOINTMENT OF CHAIRMAN OF THE BOARD**

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

Reference is made to the circular of Hua Lien International (Holding) Company Limited (the “**Company**”) and the notice (the “**Notice**”) of the extraordinary general meeting held at Pacific Room, 2/F., Island Pacific Hotel, 152 Connaught Road West, Hong Kong on Tuesday, 12 December 2017 at 11:00 a.m. (the “**EGM**”) both dated 25 November 2017. A poll was duly demanded by the chairman of the EGM for voting on all the proposed resolutions as set out in 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 EGM. The poll results of the EGM 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 appoint Ms. Liu Yan as a non-executive director of the Company.	1,190,292,160 (79.07%)	314,995,083 (20.93%)	1,505,287,243
2.	To appoint Mr. Zhang Jian as a non-executive director of the Company.	1,190,292,160 (79.07%)	314,995,083 (20.93%)	1,505,287,243
3.	To appoint Mr. Cheng Tai Kwan Sunny as an independent non-executive director of the Company.	1,190,292,160 (79.07%)	314,995,083 (20.93%)	1,505,287,243
4.	To appoint Mr. Shi Zhu as an independent non-executive director of the Company.	1,190,292,160 (79.07%)	314,995,083 (20.93%)	1,505,287,243
5.	To appoint Dr. Lu Heng Henry as an independent non-executive director of the Company.	1,190,292,160 (79.07%)	314,995,083 (20.93%)	1,505,287,243
6.	To remove Mr. Yu Chi Jui as an independent non-executive director of the Company.	1,190,292,160 (79.07%)	314,997,083 (20.93%)	1,505,289,243
7.	To remove Ms. Li Xiao Wei as an independent non-executive director of the Company.	1,190,292,160 (79.07%)	314,997,083 (20.93%)	1,505,289,243

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 EGM, 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 holder to attend and vote on a resolution at the EGM. No shareholder of the Company (the “**Shareholders**”) who was entitled to attend the EGM 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 was required under the Listing Rules to abstain from voting on any resolution at the EGM. None of the shareholders of the Company has stated their intention in the Circular to vote against any of the resolutions at the EGM.

APPOINTMENT OF DIRECTORS

Following the obtaining of the approval from the Shareholders in respect of the Appointment (as defined below) at the EGM, the Board would like to announce the appointment of (i) Ms. Liu Yan as a non-executive director of the Company, (ii) Mr. Zhang Jian as a non-executive director of the Company, (iii) Mr. Cheng Tai Kwan Sunny as an independent non-executive director of the Company, (iv) Mr. Shi Zhu as an independent non-executive director of the Company and (v) Dr. Lu Heng Henry as an independent non-executive director of the Company (collectively, the “**Appointment**”) with effect from 12 December 2017.

Set out below are the biographical details of the new directors of the Company who were appointed at the EGM:

Ms. Liu Yan (“Ms. Liu”)

Ms. Liu, aged 51, is a senior economist granted by the Appraisal and Approval Committee for Professional & Technical Qualification of the PRC in December 2009. Since July 2016, Ms. Liu has held the positions of party secretary and chairman of the board at the China National Complete Plant Import & Export Corporation (Group) (“**China Complant**”), which principally engages in general contracting for engineering construction, exporting and importing of plants and technologies and industrial investment. China Complant is the controlling shareholder of the Company. Ms. Liu has also served as the director and chairman of the board of China National Complete Plant Import & Export Corporation Limited, a company listed on the Shenzhen Stock Exchange (Stock Code: 000151), since September 2015 and August 2016 respectively.

Ms. Liu has been working at China Complant since August 1987 and her previous roles include party secretary, director and deputy general manager from March 2013 to July 2016, deputy secretary of the party committee and secretary of the Commission for Discipline Inspection from March 2002 to March 2013, general manager of human resources department from August 1998 to March 2002, deputy general manager of human resources department from May 1995 to August 1998 and cadre of human resources department from August 1987 to May 1995.

Ms. Liu obtained a Bachelor of Laws degree in July 1987 at Jilin University in the PRC and obtained a Master of International Economics degree at Nankai University School of Economics in the PRC in June 2006.

There will be no service contract/appointment letter to be entered into between the Company and Ms. Liu. Ms. Liu will be subject to retirement from office and re-election at the next general meeting of the Company in accordance with the Articles. Ms. Liu is not entitled to any director's remuneration or director's fee for holding her office as a non-executive director of the Company.

Save as disclosed above, as at the date of this announcement, (a) Ms. Liu does not hold any position with the Company and its subsidiaries; (b) Ms. Liu did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Ms. Liu does not have any other relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Ms. Liu does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Ms. Liu that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Zhang Jian (“Mr. Zhang”)

Mr. Zhang, aged 37, has over 10 years' experience in investment management in the PRC. Mr. Zhang joined China-Africa Development Fund and was a manager of the investment department from September 2007 to October 2011, a senior manager assistant in investment department III from October 2011 to February 2012, a senior manager assistant in investment department IV from February 2012 to September 2015. His current position at China-Africa Development Fund is vice general manager of investment department III since September 2015.

Mr. Zhang studied at the University of Hunan in the PRC where he obtained his Bachelor degree in Finance in June 2002. He then completed further post-graduate studies at the University of Stirling in the United Kingdom where he obtained his Master degree in Investment Analysis in November 2006.

There will be no service contract/appointment letter to be entered into between the Company and Mr. Zhang. Mr. Zhang will be subject to retirement from office and re-election at the next general meeting of the Company in accordance with the Articles. Mr. Zhang is not entitled to any director's remuneration or director's fee for holding his office as a non-executive director of the Company.

Save as disclosed above, as at the date of this announcement, (a) Mr. Zhang does not hold any position with the Company and its subsidiaries prior to his appointment; (b) Mr. Zhang did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Mr. Zhang does not have any relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Mr. Zhang does not have any interests in the

shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Mr. Zhang that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Cheng Tai Kwan Sunny (“Mr. Cheng”)

Mr. Cheng, aged 45, has years of experience in management, financial reporting and management accounting. Mr. Cheng is currently an independent non-executive director at China Sinostar Group Company Limited (formerly known as Shihua Development Company Limited and Starlight International Holdings Limited) (Stock Code: 485, a company listed on the Stock Exchange) since July 2014 and an independent non-executive director at Mengke Holdings Limited (Stock Code: 1629, a company listed on the Stock Exchange) since November 2016. He worked for subsidiaries of a private corporation from January 2005 to June 2012, which has become subsidiary of Li & Fung Limited (Stock Code: 0494) since 2010, a company listed on the Stock Exchange.

Mr. Cheng obtained a degree of Bachelor of Business Administration in Accounting from The Hong Kong University of Science and Technology in November 1996 and a degree of Master of Science from The Chinese University of Hong Kong in December 2006. He completed the Kellogg-HKUST Executive MBA Program and was awarded a degree of Master of Business Administration from Northwestern University and The Hong Kong University of Science and Technology in December 2009. Mr. Cheng obtained a degree of Juris Doctor from The Chinese University of Hong Kong in November 2017. Mr. Cheng was admitted as an associate and a fellow of The Association of Chartered Certified Accountants in July 1999 and July 2004, respectively. He was also admitted as a member of the Hong Kong Institute of Certified Public Accountants (previously known as Hong Kong Society of Accountants) in September 2001. Mr. Cheng has been a member of the Chinese People’s Political Consultative Conference of Enping City, Guangdong Province from November 2011 to November 2016.

Mr. Cheng has entered into a letter of appointment with the Company for a term of three years with effect from 12 December 2017. Mr. Cheng is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the letter of appointment, Mr. Cheng is entitled to a remuneration of HK\$80,000 per annum which is determined and will be reviewed annually by the remuneration committee of the Company and the Board with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation.

Save as disclosed above, as at the date of this announcement, (a) Mr. Cheng does not hold any position with the Company and its subsidiaries prior to his appointment; (b) Mr. Cheng did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Mr. Cheng does not have any relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Mr. Cheng does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Mr. Cheng that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Shi Zhu (“Mr. Shi”)

Mr. Shi, aged 49, is currently the director of BOCHK Wealth Achieve Fund Series SPC, a serial investment fund company wholly owned by BOCHK Asset Management Limited since May 2017. Mr. Shi is concurrently the director and general manager of Shenzhen Sanhong Asset Management Limited, a private equity company incorporated in the PRC which principally engaged in equity investment and supply chain finance in the PRC and South East Asia, since September 2015. Mr. Shi is also a director of Joyful Capital Limited, a company incorporated in Hong Kong which principally engaged in investment and investment consultancy in Hong Kong and the PRC, since May 2008.

Mr. Shi worked at the Ministry of Commerce of the PRC for over 14 years. From November 1993 to May 2000, Mr. Shi served various positions including front-page editor as well as deputy chief editor and chief editor of the English version of International Business Monthly under International Business Daily, a publishing entity under the Ministry of Commerce of the PRC. Mr. Shi was appointed by the Ministry of Commerce of the PRC to work at the Embassy of the PRC in New Zealand where he acted as the Commercial Consul and was in charge of economic and commercial affairs from June 2000 to December 2000 and Mr. Shi subsequently returned to International Business Daily and served various positions including chief editor of Important News, director of general office, chief editor of China-ASEAN Business Week, chief editor of Features from January 2001 to February 2008. After that, Mr. Shi migrated to Hong Kong under the Quality Migrant Admission Scheme in February 2008.

Mr. Shi obtained his first degree in Bachelor of Arts, majoring in English, from the Anhui Fuyang Teacher’s University in the PRC in July 1989 and his second degree in Bachelor of law, majoring in Journalism, from the Communication University of China in July 1993.

Mr. Shi has entered into a letter of appointment with the Company for a term of three years with effect from 12 December 2017. Mr. Shi is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the letter of appointment, Mr. Shi is entitled to a remuneration of HK\$80,000 per annum which is determined and will be reviewed annually by the remuneration committee of the Company and the Board with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

Save as disclosed above, as at the date of this announcement, (a) Mr. Shi does not hold any position with the Company and its subsidiaries prior to his appointment; (b) Mr. Shi did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Mr. Shi does not have any relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Mr. Shi does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Mr. Shi that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Dr. Lu Heng Henry (“Dr. Lu”)

Dr. Lu, aged 51, is currently the chief representative of Nimbus Capital Limited, a company incorporated in Hong Kong which principally engaged in e-commerce of health care products, education and training, since January 2015. Dr. Lu was an independent director of China Nepstar Chain Drugstore Ltd. from June 2014 to August 2016. The American depository shares (ADS) of China Nepstar Chain Drugstore Ltd. was listed on the New York Stock Exchange under symbol (NYSE: NPD) from November 2007 to August 2016. Prior to joining Nimbus Capital Limited, Dr. Lu worked for William Blair & Company, L.L.C. (Shanghai representative office).

Dr. Lu obtained the degree of Doctor of Philosophy from Columbia University in February 1998 and the degree of Master of Business Administration from the University of Chicago in June 2000.

Dr. Lu has entered into a letter of appointment with the Company for a term of three years with effect from 12 December 2017. Dr. Lu is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the letter of appointment, Dr. Lu is entitled to a remuneration of HK\$80,000 per annum which is determined and will be reviewed annually by the remuneration committee of the Company and the Board with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

Save as disclosed above, as at the date of this announcement, (a) Dr. Lu does not hold any position with the Company and its subsidiaries prior to his appointment; (b) Dr. Lu did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Dr. Lu does not have any relationship with any directors, senior management or substantial or controlling shareholder of the Company; (d) Dr. Lu does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (e) there are no other matters concerning Dr. Lu that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

REMOVAL OF DIRECTORS

Following the obtaining of the approval from the Shareholders in respect of the Removal (as defined below) at the EGM, the Board would like to announce the removal of (i) Mr. Yu Chi Jui (“**Mr. Yu**”) and Ms. Li Xiao Wei (“**Ms. Li**”) as independent non-executive directors of the Company (the “**Removal**”) with effect from 12 December 2017.

In addition, Mr. Yu and Ms. Li will cease to be members of the audit committee, remuneration committee and nomination committee of the Board.

For further details of the Second Requisition (as defined in the Circular), the views of Mr. Yu and Ms. Li opposing to the Removal and the Appointment and the views of Mr. Liu Xueyi, Mr. Han Hong and Mr. Wang Zhaohui, being the executive directors of the Company, in respect of the Removal, please refer to the Circular.

CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD, CHANGE OF CHAIRMAN OF COMMITTEE AND CHANGE OF CHAIRMAN OF THE BOARD

Upon the conclusion of the EGM, the Board resolved to appoint (i) Mr. Cheng, Mr. Shi and Dr. Lu as members of each of the audit committee, remuneration committee and nomination committee of the Board, (ii) Ms. Liu and Mr. Zhang as members of each of the remuneration committee and nomination committee of the Board, (iii) Mr. Cheng as the chairman of the audit committee of the Board, Mr. Shi as the chairman of the remuneration committee of the Board and Ms. Liu as the chairman of the nomination committee of the Board and (iv) Ms. Liu as the chairman of the Board with effect from 12 December 2017.

Upon the above appointment of Mr. Cheng as the independent non-executive director of the Company and the appointment of the members and chairmen of the audit committee, remuneration committee and nomination committee of the Board, the Company has complied with Rules 3.10(1), 3.10(2), 3.21 and 3.25 of the Listing Rules.

By order of the Board
Hua Lien International (Holding) Company Limited
Ms. Liu Yan
Chairman

Hong Kong, 12 December 2017

As at the date of this announcement, the Board comprises eight directors, of which three are executive directors, namely Mr. Liu Xueyi, Mr. Han Hong, and Mr. Wang Zhaohui, two are non-executive directors, namely Ms. Liu Yan and Mr. Zhang Jian, and three are independent non-executive directors, namely Mr. Cheng Tai Kwan Sunny, Mr. Shi Zhu and Dr. Lu Heng Henry.

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