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SA SA INTERNATIONAL HOLDINGS LIMITED

莎莎國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 178)

Poll Results of the Annual General Meeting held on 29 August 2017 and Retirement of Director and Change in the Composition of Board Committees

The Board is pleased to announce that all the resolutions set out in the notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on Tuesday, 29 August 2017.

With effect from the conclusion of AGM, Dr LEUNG Kwok Fai Thomas, who did not stand for re-election at the AGM, retired as an independent non-executive director of the Company and ceased to be chairman of the remuneration committee, member of the audit committee and member of the nomination committee of the Company. Ms KI Man Fung Leonie has become the chairman of the remuneration committee and a member of the nomination committee of the Company.

Reference is made to the circular dated 14 July 2017 (the “**Circular**”) issued by Sa Sa International Holdings Limited (the “**Company**”) in relation to, among other things, (i) general mandates to issue new shares and buy back shares; (ii) re-election of directors; and (iii) notice of the annual general meeting. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that all resolutions proposed at the AGM, which were set out in the notice of AGM, were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 2,994,441,370 shares, which was also the total number of shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the resolutions and there was no share entitling the holder of which to attend and vote only against the resolutions.

Tricor Abacus Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Detailed results of the poll voting are set out below:

Ordinary Resolutions [#]		Number of votes (%)	
		For	Against
1	To receive the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 March 2017.	2,308,320,682 (99.99%)	9,990 (0.01%)
2	To declare a final dividend of 8.0 HK cents per Share for the year ended 31 March 2017.	2,308,322,672 (99.99%)	8,000 (0.01%)
3(1)	To re-elect the following Directors:		
	(a) Ms LEE Yun Chun Marie-Christine as non-executive director; and	2,273,302,702 (98.48%)	35,027,970 (1.52%)
	(b) Mr TAN Wee Seng as independent non-executive director.	2,199,645,101 (95.29%)	108,685,571 (4.71%)
3(2)	To authorise the Board to fix the remuneration of the aforesaid Directors.	2,298,505,177 (99.99%)	11,990 (0.01%)
4	To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the Board to fix their remuneration.	2,306,172,930 (99.91%)	2,155,742 (0.09%)
5(1)	To grant a general mandate to the Directors to issue additional Shares.	2,073,128,286 (89.81%)	235,200,147 (10.19%)
5(2)	To grant a general mandate to the Directors to buy back Shares.	2,308,317,933 (99.99%)	10,500 (0.01%)
5(3)	To add the total number of Shares which are bought back or otherwise acquired under the general mandate granted to the Directors pursuant to ordinary resolution no. 5(2) to the total number of the Shares which may be issued under the general mandate in ordinary resolution no. 5(1).	2,098,064,928 (90.89%)	210,263,505 (9.11%)

[#] The full text of the resolutions referred to above are set out in the notice of AGM.

As more than 50% of the votes were cast in favour of each resolution, all the resolutions were duly passed as ordinary resolutions of the Company.

Retirement of Director

The Board announces that Dr LEUNG Kwok Fai Thomas retired as an independent non-executive director of the Company after the conclusion of the AGM. Following his retirement, with effect from the conclusion of the 2017 AGM, Dr Leung has ceased to be

chairman of the remuneration committee, member of the audit committee and member of the nomination committee of the Company.

Dr Leung has confirmed that he has no disagreement with the Board and that there are no other matters relating to his retirement that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Dr Leung for his valuable contributions to both the Board and the Company during his almost 18 years of service as independent non-executive director and offers its best wishes to him.

Change in the Composition of Board Committees

The Board further announces that Ms KI Man Fung Leonie has been appointed as the chairman of the remuneration committee and a member of the nomination committee of the Company in place of Dr Leung with effect from 29 August 2017 for a term same as her term as independent non-executive director.

By Order of the Board
Sa Sa International Holdings Limited
KWOK Siu Ming Simon
Chairman and Chief Executive Officer

Hong Kong, 29 August 2017

As at the date of this announcement, the directors of the Company are:-

Executive Directors

Dr KWOK Siu Ming Simon, *SBS, JP* (Chairman and Chief Executive Officer)

Dr KWOK LAW Kwai Chun Eleanor, *BBS, JP* (Vice-chairman)

Dr LOOK Guy (Chief Financial Officer)

Non-executive Director

Ms LEE Yun Chun Marie-Christine

Independent Non-executive Directors

Ms TAM Wai Chu Maria, *GBM, GBS, JP*

Ms KI Man Fung Leonie, *GBS, JP*

Mr TAN Wee Seng