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**Xtep International Holdings Limited**

**特步國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1368)**

**VOTING RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 7 MAY 2021 AND RETIREMENT AND APPOINTMENT  
OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that all the proposed resolutions set out in the notice of AGM dated 1 April 2021 were duly passed by the Shareholders by way of poll at the AGM held on 7 May 2021.

Dr. Gao Xian Feng has retired as independent non-executive director of the Company with effect from 7 May 2021 at the conclusion of the AGM; Dr. Wu Ka Chee, Davy has been appointed as an independent non-executive director of the Company with effect from 7 May 2021.

**VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 7  
MAY 2021**

Reference is made to the circular of Xtep International Holdings Limited (the “**Company**”) dated 1 April 2021. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in such circular.

At the annual general meeting (“**AGM**”) of the Company held on 7 May 2021, the voting of all resolutions was taken by poll.

All the proposed resolutions were approved by the Shareholders. The poll results in respect of the resolutions were as follows:

Ordinary Resolutions		Number of Shares voted (%)	
		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 2020	1,843,108,387 (99.84%)	2,984,449 (0.16%)
2.	To declare a final dividend of HK7.5 cents (equivalent to approximately RMB6.2 cents) per Share, with a scrip dividend option, for the year ended 31 December 2020	1,846,092,831 (100.00%)	5 (0.00%)
3.	To re-elect Mr. Ding Ming Zhong as director of the Company	1,757,834,617 (95.22%)	88,258,219 (4.78%)
4.	To re-elect Dr. Bao Ming Xiao as director of the Company	1,843,843,104 (99.88%)	2,249,732 (0.12%)
5.	To authorise the board of directors of the Company to fix the remuneration of the Company's directors	1,846,092,831 (100.00%)	5 (0.00%)
6.	To re-appoint Ernst & Young as the Company's auditors and to authorise the board of directors of the Company to fix their remuneration	1,834,553,019 (99.37%)	11,539,817 (0.63%)
7.	To grant a general mandate to the directors of the Company to allot, issue and deal with the Company's shares	1,505,568,757 (81.55%)	340,524,079 (18.45%)
8.	To grant a Company's general shares mandate to the directors of the Company to repurchase the Company's shares	1,834,156,019 (99.37%)	11,539,817 (0.63%)
9.	To extend the general mandate granted under resolution No. 7 by adding the amount representing the total number of shares repurchased pursuant to the general mandate granted under resolution No. 8	1,550,104,187 (83.97%)	295,988,649 (16.03%)

As at the date of the AGM, the total number of issued shares of the Company was 2,621,965,472 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against all resolutions at the AGM. There was no restriction on any Shareholders to vote only against any of the proposed resolutions at the AGM. No Shareholders were entitled to attend the AGM but were required to abstain from voting in favour as set out in Rule 13.40 of the Listing Rules, nor were there any Shareholders who were required under the Listing Rules to abstain from voting.

Computershare Hong Kong Investors Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

In relation to resolution No. 2 above, the final dividend is expected to be paid on 25 June 2021 to Shareholders whose names appear on the register of members of the Company on 18 May 2021.

## **RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Dr. Gao Xian Feng has retired as independent non-executive director of the Company with effect from 7 May 2021 at the conclusion of the AGM due to his own decision to devote more time to his personal engagements. Dr. Gao has also ceased to be the chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee. Dr. Gao has confirmed that his retirement is not due to any disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders.

The Board is pleased to announce that Dr. Wu Ka Chee, Davy has been appointed as an independent non-executive director of the Company with effect from 7 May 2021. Dr. Wu has also been appointed as the chairman of the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee.

The biographical details of Dr. Wu is set out below.

Dr. Wu Ka Chee, Davy (胡家慈), aged 52, is currently a senior lecturer of the Department of Accountancy and Law at The Hong Kong Baptist University, where he has been employed since September 1999. Dr. Wu is an independent non-executive director and the chairman of each of the Nomination Committee and the Remuneration Committee of Goal Rise Logistics (China) Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1529). Dr. Wu was an independent non-executive director of Wan Leader International Limited, a company listed on GEM of the Stock Exchange (stock code: 8482), from August 2018 to March 2021.

Dr. Wu attained a doctorate degree in law in December 2003, a postgraduate certificate in law in June 1994 and a bachelor's degree in law in November 1993, all from The University of Hong Kong. He also obtained a master's degree in business administration from The Hong Kong Polytechnic University in November 2013. He is a co-author of the Guide to Corporate Governance for Subvented Organisations, the second edition of which was published by the Hong Kong Government in June 2015.

From 2006 to 2012, he was a member of the Advisory Group on Share Capital, Distribution of Profits and Assets and Charges Provisions for the rewrite of the Companies Ordinance (Chapter 622 of the laws of Hong Kong), on appointment by the Financial Services and Treasury Bureau of the Hong Kong Government. From 2011 to 2016, he was a member of the Advisory Group on Modernisation of Corporate Insolvency Law, also on appointment by the Financial Services and Treasury Bureau. He has been serving the Hong Kong Institute of Certified Public Accountants as a director of a professional diploma programme in insolvency since 2012.

Save as disclosed above, Dr. Wu has not held any other directorships in other listed public companies in the past three years and does not hold any other position with the Company and other members of the Group.

Dr. Wu has entered into a service contract with the Company for an initial term of two years commencing from 7 May 2021 which may be terminated by either party furnishing written notice of not less than three months and in any event subject to rotation, retirement and re-election at the annual general meeting pursuant to the articles of association of the Company. Dr. Wu is entitled to a directors' remuneration of HK\$216,000 per annum. Dr. Wu's remuneration is determined with reference to his experience and qualifications.

As of the date of this announcement, Dr. Wu has no relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company nor does he have any other interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong), and there are no other matters that need to be brought to the attention of the shareholders of the Company nor any information require to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to express its gratitude to Dr. Gao for his contributions to Company during his tenure of office, and its warmest welcome to Dr. Wu on his appointment.

By Order of the Board  
**Xtep International Holdings Limited**  
**DING Shui Po**  
*Chairman*

Hong Kong, 7 May 2021

*As at the date of this announcement, the executive Directors of the Company are Mr. Ding Shui Po, Ms. Ding Mei Qing and Mr. Ding Ming Zhong; and the independent non-executive Directors are Mr. Tan Wee Seng, Dr. Bao Ming Xiao and Dr. Wu Ka Chee, Davy.*