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INDIGO STAR HOLDINGS LIMITED

靛藍星控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8373)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8 MAY 2019; AND (2) RETIREMENT OF DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**Notice**”) of Indigo Star Holdings Limited (the “**Company**”) issued to the shareholders of the Company both dated 29 March 2019. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

(1) POLL RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that, save and except for the resolution relating to the re-election of Dr. Zhang Tianmin (“**Dr. Zhang**”) as an independent non-executive Director, all the proposed ordinary resolutions as set out in the notice of annual general meeting (the “**Proposed Resolutions**”) of the Company dated 29 March 2019 (the “**AGM Notice**”) were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll at the annual general meeting of the Company held on 8 May 2019 (the “**AGM**”).

As at the date of the AGM, the total number of ordinary shares of the Company in issue (“**Shares**”) was 400,000,000, being all the Shares which entitled the Shareholders to attend and vote for or against the Proposed Resolutions at the AGM. None of the shareholders were required to abstain from voting on the Proposed Resolutions at the AGM under the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). In addition, there were no Shares entitling the holders to attend and abstain from voting in favour of the Proposed Resolution at the AGM as set out in Rule 17.47A of the GEM Listing Rules. None of the Shareholders has stated in the circular of the Company dated 29 March 2019 his intention to vote against or to abstain from voting on any of the Proposed Resolution at the AGM.

Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed and acted as the scrutineer for the purpose of the vote-taking at the AGM.

The poll results in respect of all the Proposed Resolutions put to vote at the AGM are set out as follows:

Ordinary Resolutions ^(Note i)		Number of Votes (%) ^(Note ii)		Total Votes
		For	Against	
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and the auditor (the “ Auditor ”) of the Company for the year ended 31 December 2018.	244,000,000 (100%)	0 (0%)	244,000,000
2.	A. To re-elect Mr. Tan Soh Kuan as an executive Director;	244,000,000 (100%)	0 (0%)	244,000,000
	B. To re-elect Mr. Wang Jianye as an executive Director;	187,997,000 (77.05%)	56,003,000 (22.95%)	244,000,000
	C. To re-elect Mr. Yip Ki Chi Luke as an independent non-executive Director; and	244,000,000 (100%)	0 (0%)	244,000,000
	D. To re-elect Dr. Zhang Tianmin as an independent non-executive Director.	0 (0%)	244,000,000 (100%)	244,000,000
3.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration.	244,000,000 (100%)	0 (0%)	244,000,000
4.	To consider the re-appointment of HLB Hodgson Impey Cheng Limited as the Auditor and to authorise the Board to fix its remuneration.	244,000,000 (100%)	0 (0%)	244,000,000
5.	To grant to the Directors a general and unconditional mandate to allot, issue or deal with shares of the Company up to 20% of the aggregate number of shares in issue as at the date of passing this resolution (the “ Issue Mandate ”).	244,000,000 (100%)	0 (0%)	244,000,000
6.	To grant to the Directors a general and unconditional mandate to exercise all powers of the Company to repurchase issued shares of the Company up to 10% of the aggregate number of shares as at the date of passing this resolution (the “ Repurchase Mandate ”).	244,000,000 (100%)	0 (0%)	244,000,000
7.	To grant to the Directors a general and unconditional mandate to extend the Issue Mandate to the effect that any shares repurchased under the Repurchase Mandate will be added to the total number of shares which may be allotted, issued and dealt with under the Issue Mandate.	244,000,000 (100%)	0 (0%)	244,000,000

Notes:

- i. The above table only provides a summary of the Proposed Resolutions. The full text of these Proposed Resolutions is set out in the AGM Notice.
- ii. The number of votes and approximated percentage of the voting Shares as stated above are based on the total number of Shares held by the Shareholders voted at the AGM in person, by authorised corporate representative(s) or by proxies.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1, 2.A, 2.B, 2.C, 3, 4, 5, 6 and 7, such resolutions were duly passed as ordinary resolutions. As less than 50% of the votes were cast in favour of the resolution numbered 2.D, such resolution was not passed at the AGM.

(2) RETIREMENT OF DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

As indicated above, the resolutions numbered 2.D relating to the re-election of Dr. Zhang as an independent non-executive Director was not passed at the AGM. Accordingly, Dr. Zhang has retired as an independent non-executive Director with effect from the conclusion of the AGM. Accordingly, Dr. Zhang ceased to be a member of the audit committee of the Company and the Chairman of each of the remuneration committee and the nomination committee of the Company.

Dr. Zhang has confirmed that there is no claim whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise. Dr. Zhang further confirms that he has no disagreement with the Board and there is no matter relating to his retirement which needs to be brought to the attention of the shareholders of the Company or the Stock Exchange. The Board would like to express its sincere gratitude to Dr. Zhang for his valuable contribution to the Company during his tenure of office.

The Board further announces that with effect from 8 May 2019, Mr. Zhou Guangguo, an independent non-executive Director of the Company, has been appointed to be a member of the audit committee of the Company and the Chairman of each of the remuneration committee and the nomination committee of the Company in place of Dr. Zhang, who has ceased to be an independent non-executive director of the Company.

By Order of the Board
Indigo Star Holdings Limited
Goh Cheng Seng
Chairman and Chief Executive Officer

Hong Kong, 8 May 2019

As at the date of this announcement, the chairman and executive director of the Company is Mr. Goh Cheng Seng, the executive directors of the Company are Ms. Tan Soh Kuan, Mr. Ng Sai Cheong and Mr. Wang Jianye; and the independent non-executive directors of the Company are Mr. Ma Yiu Ho Peter, Mr. Yip Ki Chi Luke and Mr. Zhou Guangguo.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information which regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Stock Exchange website at www.hkgem.com, on the “Latest Company Announcements” page for at least seven days from the date of its posting. This announcement will also be published on the Company’s website at www.indigostar.sg.