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## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 10 MAY 2019

At the annual general meeting (the “AGM”) of China Outfitters Holdings Limited (the “Company”) held on 10 May 2019, all the proposed resolutions as set out in the notice of the AGM dated 8 April 2019 were taken by poll. The poll results are as follows:

Ordinary Resolutions			Number of Votes (%)	
			For	Against
1.		To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 December 2018.	1,603,053,494 (100.00%)	0 (0.00%)
2.	a.	(i) To re-elect Mr. Wang Wei as a non-executive director of the Company.	1,603,053,494 (100.00%)	0 (0.00%)
		(ii) To re-elect Mr. Kwong Wilson Wai Sun as an independent non-executive director of the Company.	1,603,053,494 (100.00%)	0 (0.00%)
		(iii) To re-elect Mr. Cui Yi as an independent non-executive director of the Company.	1,603,053,494 (100.00%)	0 (0.00%)
	b.	To authorise the board of directors of the Company (the “Board”) to fix the remuneration of the directors of the Company (the “Directors”).	1,603,003,494 (99.99%)	50,000 (0.01%)
3.		To re-appoint Ernst & Young as auditors of the Company and to authorise the Board to fix their remuneration.	1,575,003,494 (99.99%)	50,000 (0.01%)
4.		To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,602,978,494 (99.99%)	75,000 (0.01%)
5.		To grant a general mandate to the Directors to purchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,603,053,494 (100.00%)	0 (0.00%)
6.		To extend the general mandate granted under resolution no. 4 by adding the shares bought back pursuant to the general mandate granted by resolution no. 5, such shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,602,978,494 (99.99%)	75,000 (0.01%)

*Notes:*

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 3,445,450,000 shares.
- (c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the AGM was 3,445,450,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM 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”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 8 April 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**China Outfitters Holdings Limited**  
**Zhang Yongli**  
*Chairman*

Hong Kong, 10 May 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Zhang Yongli, Mr. Sun David Lee and Ms. Huang Xiaoyun; the non-executive director is Mr. Wang Wei; and the independent non-executive directors are Mr. Kwong Wilson Wai Sun, Mr. Cui Yi and Mr. Yeung Chi Wai.*