

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**INTERNATIONAL BUSINESS SETTLEMENT HOLDINGS LIMITED**  
**國際商業結算控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 00147)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 12 SEPTEMBER 2019,  
RETIREMENT OF DIRECTOR  
AND  
CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Reference is made to the circular of International Business Settlement Holdings Limited (the “**Company**”) dated 13 August 2019 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

**POLL RESULTS OF THE AGM**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 12 September 2019, all the proposed resolutions set out in the notice of the AGM dated 13 August 2019 were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholders**”) by way of poll. The poll results in respect of all the resolutions proposed at the AGM were as follows:

	<b>Ordinary Resolutions</b>	<b>Number of Shares</b> <i>(Approximate percentage)</i>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditors of the Company for the year ended 31 March 2019.	10,592,469,100 (100%)	0 (0%)
2.	(a) To re-elect Ms. Chen Lanran as an independent non-executive Director of the Company.	10,592,624,100 (100%)	0 (0%)
	(b) To re-elect Mr. Yuen Leong as an executive Director of the Company.	10,592,624,100 (100%)	0 (0%)
	(c) To re-elect Mr. Chan Siu Tat as an independent non-executive Director of the Company.	10,592,624,100 (100%)	0 (0%)
	(d) To re-elect Mr. Yap Yung (who has served more than nine years) as an independent non-executive Director of the Company.	10,592,624,100 (100%)	0 (0%)
	(e) To authorize the Board to fix the Directors’ remuneration.	10,592,624,100 (100%)	0 (0%)

3.	To re-appoint BDO Limited as the independent auditors of the Company and to authorize the Board to fix their remuneration.	10,592,628,100 (100%)	0 (0%)
4.	To grant a general mandate to the Board to issue new shares of the Company, up to 20% of the issued share capital of the Company as at the date of passing this resolution.	10,592,594,100 (99.99%)	30,000 (0.01%)
5.	To grant a general mandate to the Board to repurchase shares of the Company, not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	10,592,628,100 (100%)	0 (0%)
6.	To extend the general mandate granted to the Board to allot and issue new shares in the capital of the Company by the aggregate number of shares repurchased by the Company.	10,592,594,100 (99.99%)	30,000 (0.01%)
<b>As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions by the Shareholders at the AGM.</b>			

As at the date of the AGM, the number of issued Shares was 20,319,072,320 Shares, which was also the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. None of the Shareholders was entitled to attend and vote only against the resolutions at the AGM. There was no share entitling the Shareholders to attend and abstain from voting in favour 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**”) and no Shareholders were required under the Listing Rules to abstain from voting at the AGM.

There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM.

None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Secretaries Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

## **RETIREMENT OF DIRECTOR**

As set out in the Circular, Mr. Zhang Guangsheng (“**Mr. Zhang**”) informed the Company on 22 July 2019 that he will not offer himself for re-election at the AGM as he needs to devote more time to his other business commitments.

Mr. Zhang has confirmed that he has no 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 and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Zhang for his valuable contribution to the Company during his tenure of services with the Company.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

After the retirement of Mr. Zhang, he ceased to act as the chairman of the nomination committee and a member of each of the remuneration committee and the audit committee of the Board.

The Board is pleased to announce that Mr. Chan Siu Tat, an independent non-executive director, has been appointed by the Board as the chairman of the nomination committee in place of Mr. Zhang with effect from 12 September 2019.

Save as disclosed above, the composition of each of the audit committee, nomination committee and remuneration committee has remained unchanged.

By Order of the Board  
**International Business Settlement Holdings Limited**  
**Yuen Leong**  
*Executive Director*

Hong Kong, 12 September, 2019

*As at the date of this announcement, the Board comprises Mr. Yuen Leong, Ms. Luan Li and Mr. Hu Jianjun as executive Directors; and Mr. Yap Yung, Mr. Chan Siu Tat and Ms. Chen Lanran as independent non-executive Directors.*