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TOP SPRING INTERNATIONAL HOLDINGS LIMITED

萊蒙國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03688)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 MAY 2020

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions proposed at the AGM held on 28 May 2020 were duly passed by way of poll.

Reference is made to the circular of Top Spring International Holdings Limited (the “**Company**”) dated 24 April 2020 (the “**Circular**”).

Capitalised terms used in this announcement have the same meanings as defined in the Circular, unless the context otherwise requires.

POLL RESULTS OF THE AGM

Pursuant to Rule 13.39(4) of the Listing Rules and the Articles of Association, the voting of all the resolutions proposed at the annual general meeting of the Company (the “**AGM**”) held on 28 May 2020 had been taken by poll.

As at the date of the AGM, the total number of Shares in issue was 1,412,732,441, which was the total number of Shares entitling the holders (the “**Shareholders**”) to attend and vote for or against all the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the AGM. No parties have indicated in the Circular that they intend to vote against or to abstain from voting on any resolutions at the AGM.

All the resolutions, which were voted on by poll, were approved by the Shareholders. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As more than 50% of the votes were cast in favour of each of the following resolutions, all the resolutions were duly passed as ordinary resolutions of the Company. The poll results of the AGM are set out as follows:

Ordinary Resolutions		No. of Shares (Approximate %)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditors (the “ Auditors ”) of the Company for the year ended 31 December 2019.	958,814,083 (100.00%)	0 (0.00%)
2.	To declare a final dividend for the year ended 31 December 2019 of HK2 cents per Share to the shareholders and the holders of perpetual subordinated convertible securities (“ PCSs ”) whose names appear on the register of members or the register of holders of PCSs of the Company on Friday, 5 June 2020.	958,869,583 (100.00%)	0 (0.00%)
3.	(i) To re-elect Ms LAM Mei Ka, Shirley as an executive Director.	958,869,583 (100.00%)	0 (0.00%)
	(ii) To re-elect Mr LIANG Rui Chi as an executive Director.	958,869,583 (100.00%)	0 (0.00%)
	(iii) To re-elect Mr KUI Qiang as a non-executive Director.	958,869,583 (100.00%)	0 (0.00%)
	(iv) To re-elect Professor WU Si Zong as an independent non-executive Director.	958,767,583 (99.99%)	102,000 (0.01%)
	(v) To re-elect Mr CHAN Yee Herman as an independent non-executive Director.	958,869,583 (100.00%)	0 (0.00%)
	(vi) To authorise the board (the “ Board ”) of Directors to fix the remuneration of the Directors.	957,991,583 (100.00%)	0 (0.00%)
4.	To re-appoint KPMG as the Auditors for the year ending 31 December 2020 and to authorise the Board to fix their remuneration.	958,837,083 (99.99%)	32,500 (0.01%)
5.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the aggregate number of the Shares in issue as at the date of the passing of the relevant resolution.	956,593,358 (99.76%)	2,276,225 (0.24%)
6.	To grant a general and unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the aggregate number of Shares in issue as at the date of the passing of the relevant resolution.	958,869,583 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Shares (Approximate %)	
		For	Against
7.	Conditional upon resolutions 5 and 6 being passed, the general and unconditional mandate granted to the Directors to allot, issue and deal with additional Shares pursuant to resolution 5 be extended by the addition thereto of an amount representing the aggregate number of Shares repurchased by the Company under the authority granted pursuant to resolution 6.	956,593,358 (99.76%)	2,276,225 (0.24%)

By order of the Board
Top Spring International Holdings Limited
WONG Chun Hong
Chairman

Hong Kong, 28 May 2020

As at the date of this announcement, the executive Directors are Mr WONG Chun Hong, Mr YUAN Zhi Wei, Ms LAM Mei Ka, Shirley and Mr LIANG Rui Chi; the non-executive Directors are Mr YIP Hoong Mun and Mr KUI Qiang; and the independent non-executive Directors are Mr CHENG Yuk Wo, Professor WU Si Zong and Mr CHAN Yee, Herman.