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Sheen Tai Holdings Group Company Limited

順泰控股集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 01335)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 MAY 2020 AND CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

POLL RESULTS OF AGM

The Board is pleased to announce that all of the Resolutions as set out in the AGM Notice were duly passed at the AGM held on 29 May 2020.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that, as disclosed in the Circular, Mr. Lo has retired from office as an independent non-executive Director after the conclusion of the AGM in accordance with article 108 of the Articles, and did not offer himself for re-election thereat. Mr. Lo has also ceased to be the chairman of the Audit Committee and a member of each of the Nomination Committee and Remuneration Committee.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that the Shareholders have passed the Resolutions at the AGM in relation to, among others, the appointment of:

- (i) Mr. Dai as an independent non-executive Director, the chairman of the Audit Committee and a member of the Remuneration Committee; and
- (ii) Mr. Chan as an independent non-executive Director and a member of each of the Audit Committee and Nomination Committee.

References are made to the notice of annual general meeting (the “**AGM**”) dated 24 April 2020 (the “**AGM Notice**”) of Sheen Tai Holdings Group Company Limited (the “**Company**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 24 April 2020 (the “**Circular**”).

POLL RESULTS OF AGM

The Board announces that, at the AGM held at Unit 1903, 19/F, Jubilee Centre, 18 Fenwick Street, Wan Chai, Hong Kong on 29 May 2020 (Friday) at 3:00 p.m., voting by poll was adopted for all of the resolutions as set out in the AGM Notice (the “**Resolutions**”).

The Board is pleased to announce that all of the Resolutions were duly passed by the Shareholders by way of poll at the AGM. The poll results for the Resolutions are as follows:

Ordinary Resolutions	Number of Votes (%)		Total Votes
	For	Against	
1. To receive, consider and adopt the audited consolidated accounts and reports of the Directors and auditors of the Company and its subsidiaries for the year ended 31 December 2019.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
2. To re-appoint RSM Hong Kong as auditors of the Company and to authorise the Board to fix its remuneration.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
3. (a) Ms. Fan Qing be re-elected as an independent non-executive Director.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
(b) Mr. Dai Tin Yau be appointed as an independent non-executive Director.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
(c) Mr. Chan Yin Lam be appointed as an independent non-executive Director.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
4. To authorise the Board to fix the remuneration of the Directors.	1,169,480,247 (100%)	0 (0%)	1,169,480,247

Ordinary Resolutions	Number of Votes (%)		Total Votes
	For	Against	
5. To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
6. To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	1,169,480,247 (100%)	0 (0%)	1,169,480,247
7. To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares in the share capital of the Company by an amount not exceeding the amount of the Shares repurchased by the Company.	1,169,480,247 (100%)	0 (0%)	1,169,480,247

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

As more than 50% of the votes were cast in favour of the Resolutions, the Resolutions were duly passed as ordinary resolutions of the Company.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (a) The total number of Shares in issue as at the date of the AGM: 2,434,136,166 Shares of HK\$0.0025 each. No Shareholder was required to abstain from voting on the Resolutions at the AGM under the Listing Rules.
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules: Nil.
- (c) The total number of Shares entitling the holders to attend and to vote for or against the Resolutions at the AGM: 2,434,136,166 Shares.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that, as disclosed in the Circular, Mr. Lo Wa Kei, Roy (“**Mr. Lo**”) has retired from office as an independent non-executive Director after the conclusion of the AGM in accordance with article 108 of the Articles, and did not offer himself for re-election thereat. Mr. Lo has also ceased to be the chairman of the audit committee (the “**Audit Committee**”) and a member of each of the nomination committee (the “**Nomination Committee**”) and remuneration committee (the “**Remuneration Committee**”) of the Company.

Mr. Lo has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the Shareholders in relation to his retirement aforementioned.

The Board would like to take this opportunity to express its gratitude to Mr. Lo for his valuable contributions and support during his tenure.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that the Shareholders have passed the Resolutions at the AGM in relation to, among others, the appointment of:

- (i) Mr. Dai Tin Yau (“**Mr. Dai**”) as an independent non-executive Director, the chairman of the Audit Committee and a member of the Remuneration Committee; and
- (ii) Mr. Chan Yin Lam (“**Mr. Chan**”) as an independent non-executive Director and a member of each of the Audit Committee and Nomination Committee.

Mr. Dai and Mr. Chan have met the independence guidelines set out in Rule 3.13 of the Listing Rules. Mr. Dai and Mr. Chan do not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments. Mr. Dai and Mr. Chan do not have any relationship with other Directors, senior management of the Company, substantial or controlling Shareholders as defined in the Listing Rules. Mr. Dai and Mr. Chan have no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above and in the Circular, Mr. Dai and Mr. Chan have confirmed that there is no other information required to be brought to the attention of the Shareholders and the Company or to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules in relation to their appointment as independent non-executive Directors.

For further details about the appointment of Mr. Dai and Mr. Chan, please refer to Appendix II to the Circular.

The Board would like to take this opportunity to welcome Mr. Dai and Mr. Chan in joining the Company.

By Order of the Board
Sheen Tai Holdings Group Company Limited
Guo Yumin
Chairman

Hong Kong, 29 May 2020

As at the date of this announcement, the executive Directors are Mr. Guo Yumin, Ms. Xia Yu and Mr. Zeng Xiangyang and the independent non-executive Directors are Ms. Fan Qing, Mr. Fong Wo, Felix, Mr. Dai Tin Yau and Mr. Chan Yin Lam.