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# MANPOWERGROUP GREATER CHINA LIMITED

万宝盛华大中华有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2180)

# CHANGE OF VENUE OF THE ANNUAL GENERAL MEETING TO BE HELD ON 29 JUNE 2020 AND PROPOSED CHANGE OF NON-EXECUTIVE DIRECTOR

Reference is made to the circular (the "Circular") and notice (the "Notice") of the annual general meeting (the "AGM") of Manpowergroup Greater China Limited (the "Company"), both dated 28 April 2020, and the form of proxy (the "Form of Proxy") for use at the AGM to be held on Monday, 29 June 2020 at 10:00 a.m.. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Circular.

#### CHANGE OF VENUE OF THE AGM

The board (the "Board") of directors (the "Directors") of the Company wishes to inform shareholders of the Company (the "Shareholders") that, due to the recent development of novel coronavirus (COVID-19) and after due consideration, the venue of the AGM will be changed to 38/F, Tower A, Xin Mei Union Square, No.999 Pudong Road (S), Shanghai, the People's Republic of China.

### PROPOSED RESIGNATION OF NON-EXECUTIVE DIRECTOR

Mr. Sriram CHANDRASEKAR ("Mr. CHANDRASEKAR") proposes to resign as a non-executive Director with effect from the conclusion of the AGM, in order to devote more time to pursue his passion for learning and other personal development. Mr. CHANDRASEKAR has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the Shareholders. Mr. CHANDRASEKAR will also cease to act as a member of the audit committee of the Company (the "Audit Committee") from the effective date of his resignation as a non-executive Director.

Due to the proposed resignation of Mr. CHANDRASEKAR as set out above, Mr. CHANDRASEKAR confirmed that he will not offer himself for re-election as non-executive Director at the AGM. Accordingly, the ordinary resolution number 3(a)(iii) as set out in the Notice and the Form of Proxy will no longer be applicable and will not be put forward for consideration and approval by the Shareholders at the AGM.

The Company would like to express its sincere gratitude to Mr. CHANDRASEKAR for his valuable contribution to the Board during his tenure of services with the Company and its subsidiaries.

## PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

To fill the vacancy following the resignation of Mr. CHANDRASEKAR, with the recommendation of the nomination committee of the Company, the Board has resolved to propose the appointment of Mr. John Thomas MCGINNIS ("Mr. MCGINNIS") as a non-executive Director of the Company with effect from the conclusion of the AGM. Such appointment is subject to the approval by the Shareholders at the AGM by way of an ordinary resolution. Mr. MCGINNIS will also be appointed as a member of the Audit Committee from the effective date of his appointment as a non-executive Director.

Details of Mr. MCGINNIS which are required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") are set out below:

Mr. John Thomas MCGINNIS, age 53, was appointed as executive vice president and chief financial officer of ManpowerGroup Inc. ("MAN"), being one of the controlling shareholders (with the meaning ascribed to it under the Listing Rules) of the Company, effective from 15 February 2016. As the chief financial officer, he is responsible for MAN's worldwide finance, accounting and internal audit functions.

As a member of MAN's executive leadership team, Mr. MCGINNIS is engaged in supporting and developing the company's business and finance strategies and driving operational performance across all geographies and business lines.

Mr. MCGINNIS joined MAN from Morgan Stanley, where he served from January 2014 through February 2016 as global controller responsible for financial accounting and controls, U.S. Securities and Exchange Commission (SEC) and regulatory reporting, financial planning and analysis, and the finance function for the bank. From July 2012 through January 2014, he served as chief financial officer in HSBC North America Holdings Inc.. He was also the chief financial officer of HSBC USA Inc. from July 2010 to June 2012 and the chief accounting officer/controller of HSBC North America Holding Inc. from March 2006 to June 2010, and before that, he served and reached the position of partner at Ernst & Young LLP from 1989 through March 2006.

Mr. MCGINNIS is a graduate of Loyola University Chicago and holds a bachelor of business administration in public accounting (May 1989). He completed executive education programs at Harvard Business School (June and December 2010). He qualified as a certified public accountant and is member of the American Institute of Certified Public Accountants.

Mr. MCGINNIS is a member of the executive board of City Year Milwaukee, a not-for-profit organization that partners with educators while supporting and mentoring children.

Save as disclosed above, Mr. MCGINNIS has no other relationship with any other Directors, senior management, substantial and controlling shareholders (with the same meanings ascribed thereto in the Listing Rules) and has not held any position with the Company or any other member of the Company, nor has any directorships in other listed companies in the past three years.

Upon approval of Mr. MCGINNIS' appointment at the AGM, the Company will enter into an appointment letter with Mr. MCGINNIS for an initial term of three years from 29 June 2020 unless terminated by not less than three months' notice in writing served by either party on the other. He will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company. According to the terms of the appointment letter, no remuneration shall be payable by the Company to Mr. MCGINNIS. His future remuneration shall be subject to the review by the Board based on the recommendations from the remuneration committee of the Company.

As at the date hereof and within the meaning of Part XV of the Securities and Futures Ordinance, Mr. MCGINNIS does not have any interest in the shares of the Company.

Save as disclosed above, there is no other information relating to the appointment of Mr. MCGINNIS as a non-executive Director that needs to be brought to the attention of the Shareholders and there is no other information relating to Mr. MCGINNIS that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

#### **GENERAL**

A supplementary circular (the "Supplementary Circular") containing, among other matters, further details of the proposed change of non-executive Director, together with the supplementary notice of the AGM (the "Supplementary Notice") and the second form of proxy, will be despatched to the Shareholders on 11 June 2020.

Save for the change of venue of the AGM, the withdrawal of ordinary resolution numbered 3(a)(iii) stated in the Notice, the proposed supplementary ordinary resolution proposing the election of Mr. MCGINNIS as a non-executive Director and the proxy arrangement to be set out in the Supplementary Circular, Supplementary Notice and the second form of proxy, all the information set out in the Circular, the Notice and the Form of Proxy remain unchanged.

By order of the Board

ManpowerGroup Greater China Limited

Yuan Jianhua

Executive Director, Chief Executive Officer and President

Hong Kong, 10 June 2020

As at the date of this announcement, the Board comprises Mr. YUAN Jianhua as executive Director; Mr. Darryl E GREEN, Mr. Sriram CHANDRASEKAR, Mr. ZHANG Yinghao and Mr. ZHAI Feng as non-executive Directors; and Mr. Thomas YEOH Eng Leong, Ms. WONG Man Lai Stevie and Mr. Victor HUANG as independent non-executive Directors.