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ManpowerGroup®

**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)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 29 JUNE 2020  
AND  
CHANGE OF NON-EXECUTIVE DIRECTOR AND  
MEMBER OF THE AUDIT COMMITTEE**

References are made to the circular and supplementary circular of ManpowerGroup Greater China Limited (the “**Company**”) dated 28 April 2020 and 11 June 2020 respectively (collectively the “**Circulars**”) and the notice of the annual general meeting (the “**AGM**”) (the “**AGM Notice**”) and the supplementary notice of the AGM dated 28 April 2020 and 11 June 2020 respectively (collectively the “**AGM Notices**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circulars and AGM Notices.

The Board is pleased to announce that at the AGM held on 29 June 2020, all proposed resolutions as set out in the AGM Notices except numbered 3(a)(iii) were duly approved by the Shareholders by way of poll.

As at the date of the AGM, the total number of issued Shares of the Company was 207,500,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholders were required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting on any of the resolutions at the AGM and no Shareholders were entitled to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. No Shareholders have stated their intention in the Circulars to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

The Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

## POLL RESULTS OF AGM

Reference is made to the announcement of the Company dated 10 June 2020 in relation to the resignation of Mr. Sriram CHANDRASEKAR (“**Mr. Chandrasekar**”) as a non-executive Director with effect from the conclusion of the AGM (the “**Announcement**”).

Due to the resignation of Mr. Chandrasekar, ordinary resolution numbered 3(a)(iii) in respect of re-election of Mr. Chandrasekar as non-executive Director set out in the AGM Notice and the form of proxy was no longer applicable and has been withdrawn at the AGM. Therefore, no poll was conducted or counted for ordinary resolution number 3(a)(iii).

The poll results in respect of each resolution proposed at the AGM were as follow:

ORDINARY RESOLUTIONS			No. 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 Directors and the auditors of the Company for the year ended 31 December 2019		161,037,750 100.00%	0 0.00%
2.	To declare a final dividend of HK\$0.27 per ordinary share of the Company for the year ended 31 December 2019		161,037,750 100.00%	0 0.00%
3.	(a)	(i) To re-elect Mr. YUAN Jianhua as an executive Director	161,037,750 100.00%	0 0.00%
		(ii) To re-elect Mr. Darryl E GREEN as a non-executive Director	161,037,750 100.00%	0 0.00%
		(iii) Withdrawn		
		(iii)-1 To elect Mr. John Thomas MCGINNIS as a non-executive Director	161,037,750 100.00%	0 0.00%
		(iv) To re-elect Mr. ZHANG Yinghao as a non-executive Director	161,037,750 100.00%	0 0.00%
		(v) To re-elect Mr. ZHAI Feng as a non-executive Director	161,037,750 100.00%	0 0.00%
		(vi) To re-elect Mr. Thomas YEOH Eng Leong as an independent non-executive Director	161,037,750 100.00%	0 0.00%

ORDINARY RESOLUTIONS			No. of Votes (%)	
			For	Against
	(vii)	To re-elect Ms. WONG Man Lai Stevie as an independent non-executive Director	161,037,750 100.00%	0 0.00%
	(viii)	To re-elect Mr. Victor HUANG as an independent non-executive Director	160,984,750 99.97%	53,000 0.03%
	(b)	To authorize the Board to fix the remuneration of the Directors	161,037,750 100.00%	0 0.00%
4.		To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and authorize the Board to fix their remuneration	161,037,750 100.00%	0 0.00%
5.	(a)	To grant a general mandate to the Directors to allot, issue and deal with new shares of the Company not exceeding 20% of its issued share capital as at the date of passing this resolution	153,721,750 95.46%	7,316,000 4.54%
	(b)	To grant a general mandate to the Directors to buy-back shares of the Company not exceeding 10% of its issued share capital as at the date of passing this resolution	161,037,750 100.00%	0 0.00%
	(c)	Subject to the passing of ordinary resolutions no. 5(a) and 5(b), 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 bought back by the Company	155,180,750 96.36%	5,857,000 3.64%

*Note:* The full text of the above resolutions is set out in the AGM Notices.

As more than 50% of votes were cast in favour of the ordinary resolutions no. 1 to 5, all the above resolutions were duly passed by the Shareholders as ordinary resolutions.

## **CHANGE OF NON-EXECUTIVE DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE**

Reference is made to the Announcement, Mr. Chandrasekar resigned as a non-executive Director with effect from the conclusion of the AGM. Details of the resignation can be referred to the Announcement.

The Board is pleased to announce that Mr. John Thomas MCGINNIS (“**Mr. McGinnis**”) has been appointed as a non-executive Director with effect from the conclusion of the AGM. The biographical detail of Mr. McGinnis is set out in the supplementary circular of the Company dated 11 June 2020 and the Announcement. The Company has entered into an appointment letter with Mr. McGinnis for an initial term of three years commencing from the date of the AGM unless terminated by not less than three months’ notice in writing served by either party on the other. 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.

The Board further announces that Mr. McGinnis has also been appointed as a member of the audit committee of the Company with effect from the conclusion of the AGM.

The Board would like to extend a warm welcome to Mr. McGinnis in joining the Board.

By order of the Board  
**ManpowerGroup Greater China Limited**  
**YUAN Jianhua**  
*Executive Director,*  
*Chief Executive Officer and President*

Shanghai, China, 29 June 2020

*As at the date of this announcement, the Board comprises Mr. YUAN Jianhua as executive Director; Mr. Darryl E GREEN, Mr. John Thomas MCGINNIS, 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.*