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CENTURY GINWA RETAIL HOLDINGS LIMITED

世紀金花商業控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 162)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 31 JANUARY 2022

References are made to the circular (the “**Circular**”) and the notice (the “**SGM Notice**”) of the special general meeting (the “**SGM**”) of Century Ginwa Retail Holdings Limited (the “**Company**”) both dated 11 January 2022. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the resolution (the “**Resolution**”) set out in the SGM Notice was duly passed by way of poll by the Shareholders at the SGM held on 31 January 2022. The Company’s branch share registrar in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer of vote-taking at the SGM. Mr. Tsang Kwok Wai, an independent non-executive Director attended the SGM physically.

Details of the poll results in respect of the Resolution are as follows:

ORDINARY RESOLUTION	Number of votes (%)	
	FOR	AGAINST
To approve, ratify and confirm the lease contract (the “ Lease Contract ”) dated 30 November 2021 entered into between Xi’an Honghui Property Management Company Limited Qujiang New District Branch* (西安鴻輝物業管理有限公司曲江新區分公司) as lessee, and Xi’an Jinmeida Commercial Real Estate Development Co., Ltd.* (西安金美達商業地產開發有限公司) as lessor, and the transactions contemplated thereunder, and to authorise the board of directors of the Company to deal with the relevant matters relating to the Lease Contract and the transactions contemplated thereunder.	322,727,332 (82.81%)	66,992,000 (17.19%)

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution at the SGM.

As at the date of the SGM, the total number of ordinary shares in issue of the Company (the “**Shares**”) was 1,149,694,715 Shares.

In accordance with the Listing Rules, Qujiang Investment and its associates, holding an aggregate of 336,166,156 Shares, representing approximately 29.24% of the ordinary shares in issue of the Company, are required to abstain, and have abstained, from voting on the Resolution due to their material interests in the Resolution as stated in the Circular. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the Resolution at the SGM was 813,528,559 Shares.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the SGM pursuant to Rule 13.40 of the Listing Rules. There were no parties had stated their intention in the Circular to vote against the Resolution proposed at the SGM or to abstain from voting.

By order of the Board
Century Ginwa Retail Holdings Limited
Leung Kee Wai
Company Secretary

Hong Kong, 31 January 2022

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Huang Shunxu, Mr. Qin Chuan and Ms. Wan Qing; two non-executive Directors, being Mr. Li Yang and Mr. Chen Shuai, and three independent non-executive Directors, being Mr. Tsang Kwok Wai, Mr. Ruan Xiaofeng and Ms. Song Hong.