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GIORDANO

GIORDANO INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 709)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON MAY 20, 2022, RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF AUDIT COMMITTEE

The Board announces that at the AGM, each of the proposed resolutions nos. 1, 2, 3(a), 3(b), 4, 5, 6 and 7 as set out in the Notice of AGM, were duly passed by the Shareholders by way of poll.

The proposed resolution no. 8 as set out in the Supplemental Notice of AGM was not passed by the Shareholders at the AGM.

The Board further announces that Mr KWONG retired as an independent non-executive Director and as a member of the Audit Committee of the Company at the conclusion of the AGM.

POLL RESULTS OF THE AGM

At the annual general meeting of Giordano International Limited (the “**Company**”) held on May 20, 2022 (the “**AGM**”), each of the proposed resolutions nos. 1, 2, 3(a), 3(b), 4, 5, 6 and 7 set out in the circular (the “**Circular**”) and notice of AGM (the “**Notice of AGM**”), both dated April 14, 2022 were duly passed by the Shareholders by way of poll. The proposed resolution no. 8 set out in the supplemental circular (the “**Supplemental Circular**”) and the supplemental notice of AGM (the “**Supplemental Notice of AGM**”), both dated April 29, 2022, was not passed by the Shareholders. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

As at the date of the AGM, the total number of issued Shares of the Company was 1,579,140,518 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. To the best knowledge and information of the Directors after having made all reasonable enquiries, there was no Share entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting at the AGM under the Listing Rules. None of the Shareholders has stated their intention in the Circular and the Supplemental Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Abacus Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

All directors of the Company had attended the AGM either in person or by electronic means.

The poll results in respect of all the proposed resolutions at the AGM are set out below:-

Ordinary Resolutions		Number of Votes (Approximate percentage)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements, directors' report and the independent auditor's report for the year ended December 31, 2021.	256,983,874 (99.40%)	1,553,486 (0.60%)
2.	To declare a final dividend of 10.0 HK cents per share for the year ended December 31, 2021.	258,537,360 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr Mark Alan LOYND as an Executive Director.	245,213,699 (94.85%)	13,323,661 (5.15%)
	(b) To re-elect Dr Barry John BUTTIFANT, who has served the Company for more than 9 years, as an Independent Non-executive Director.	241,962,167 (93.59%)	16,575,193 (6.41%)
4.	To authorize the board of directors (the "Board") to fix the remuneration of directors.	167,837,360 (64.92%)	90,700,000 (35.08%)
5.	To re-appoint PricewaterhouseCoopers as the auditor and to authorize the Board to fix its remuneration.	258,521,360 (99.99%)	16,000 (0.01%)
6.	To grant a general mandate to the directors to allot, issue and otherwise deal with the shares of the Company. *	167,847,113 (64.92%)	90,690,247 (35.08%)
7.	To grant a general mandate to the directors to repurchase shares of the Company.*	258,440,174 (99.96%)	97,186 (0.04%)
8.	To approve and adopt the New Share Option Scheme. ^	48,611,736 (20.17%)	192,429,624 79.83%

* The full text of the resolution is set out in the Notice of AGM.

^ The full text of the resolution is set out in the Supplemental Notice of AGM.

As more than 50% of the votes were cast in favour of each of the resolution nos. 1, 2, 3(a), 3(b), 4, 5, 6 and 7, all of the aforesaid resolutions were duly passed as ordinary resolutions of the Company.

As less than 50% of the votes were cast in favour of the resolution no. 8, the aforesaid resolution was not passed at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF THE COMPOSITION OF AUDIT COMMITTEE

The Board announces that Mr KWONG Ki Chi (“**Mr KWONG**”) retired as an independent non-executive Director with effect from the conclusion of the AGM as he would like to devote more time to his personal commitments. Upon retirement, Mr KWONG also ceased to be a member of the audit committee of the Company (the “**Audit Committee**”) with effect from the conclusion of the AGM.

Mr KWONG retired as independent non-executive Director by rotation at the AGM pursuant to the Bye-Laws of the Company and did not offer himself for re-election. Mr KWONG has confirmed that he has no disagreement with the Board and is not aware of any matters that need to be brought to the attention of the Shareholders in relation to their retirement as independent non-executive Director.

The Board would like to take this opportunity to express its gratitude to Mr KWONG for his support, devotion and invaluable contribution to the Company over the past 18 years.

By Order of the Board
LAU Kwok Kuen, Peter
Chairman and Chief Executive

Hong Kong, May 20, 2022

At the date of this announcement, the Board comprises three executive directors; namely, Dr LAU Kwok Kuen, Peter (Chairman and Chief Executive), Dr CHAN Ka Wai and Mr Mark Alan LOYND; two non-executive directors; namely, Dr CHENG Chi Kong and Mr CHAN Sai Cheong; and three independent non-executive directors; namely, Dr Barry John BUTTIFANT, Professor WONG Yuk (alias, HUANG Xu) and Dr Alison Elizabeth LLOYD.