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YUE DA INTERNATIONAL HOLDINGS LIMITED

悅達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 629)

- (1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 20 MAY 2022;**
- (2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF REMUNERATION COMMITTEE AND MEMBER OF
AUDIT COMMITTEE AND NOMINATION COMMITTEE; AND**
- (3) NON-COMPLIANCE WITH RULES 3.10, 3.21 AND 3.25**

Reference is made to the circular (the “**Circular**”) dated 14 April 2022 and the notice of annual general meeting (the “**Notice of AGM**”) dated 14 April 2022 issued by Yue Da International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of the Company is pleased to announce that all the proposed ordinary resolutions (the “**Ordinary Resolutions**”) set out in the Notice of AGM were duly passed by the shareholders (the “**Shareholders**”) by way of poll at the annual general meeting (the “**AGM**”).

As at the date of the AGM, there were 1,168,626,516 shares (the “**Shares**”) in issue, which was also the total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolutions set out in the AGM Notice. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Ordinary Resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules, nor to attend and vote only against the Ordinary Resolutions proposed at the AGM. No Shareholders were required to abstain from voting on the Ordinary Resolutions at the AGM. No Shareholders have stated their intention in the Circular to vote against the Ordinary Resolutions or to abstain from voting at the Ordinary Resolutions. The poll results of the Ordinary Resolutions were as follows:

Ordinary Resolutions (Note)		Number of votes (%)	
		For	Against
1	To receive and consider the audited consolidated financial statements and the directors' report and the independent auditor's report of the Company for the year ended 31 December 2021.	764,408,883 Shares (100%)	0 Share (0%)
2(i)	To re-elect Mr. Hu Huaimin as non-executive director of the Company.	764,408,883 Shares (100%)	0 Share (0%)
2(ii)	To re-elect Mr. Cheung Ting Kee as independent non-executive director of the Company.	764,408,883 Shares (100%)	0 Share (0%)
2(iii)	To authorise the board of directors of the Company to fix the maximum number of directors for the time being at twenty (20), to fill vacancies of the board of directors and to fix the remuneration of the directors and to fix the remuneration of any committee of the board of directors.	764,408,883 Shares (100%)	0 Share (0%)
3	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and to authorise the board of directors to fix their remuneration.	764,408,883 Shares (100%)	0 Share (0%)
4	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with Company's shares.	764,408,883 Shares (100%)	0 Share (0%)
5	To grant a general mandate to the directors of the Company to purchase the Company's shares.	764,408,883 Shares (100%)	0 Share (0%)
6	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors of the Company under resolution no. 4.	764,408,883 Shares (100%)	0 Share (0%)

Note: Please refer to the Notice of AGM contained in the Circular for the full version of the Ordinary Resolutions.

As more than 50% of the votes were cast in favour of each of the Ordinary Resolutions, all Ordinary Resolutions were duly passed by the Shareholders by way of poll at the AGM.

Hong Kong Registrars Limited, the branch share registrar and transfer office of the Company, was appointed to act as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF REMUNERATION COMMITTEE AND MEMBER OF AUDIT COMMITTEE AND NOMINATION COMMITTEE

The Board announces that with effect from the close of the AGM, Mr. Cui Shuming (“**Mr. Cui**”) retired at the AGM and did not offer himself for re-election as an independent non-executive Director as he intended to devote more time to his other personal matters. Upon his retirement, Mr. Cui also ceased to be the Chairman of the remuneration committee of the Company and a member of the audit committee and nomination committee of the Company.

Mr. Cui confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Cui for his valuable contributions to the Company during his tenure of office.

NON-COMPLIANCE WITH RULES 3.10, 3.21 AND 3.25

Pursuant to Rule 3.10 of the Listing Rules, every board of directors of a listed issuer must include at least three independent non-executive directors and at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. The audit committee of a listed issuer must comprise a minimum of three members under Rule 3.21 of the Listing Rules. Upon the resignation of Mr. Cui as an independent non-executive Director, the Board comprises eight members with three executive Directors, three non-executive Directors and two independent non-executive Directors. As a result, the number of independent non-executive Directors of the Board will be reduced to two which is below the minimum number under Rule 3.10 of the Listing Rules. The chairman of the remuneration committee of the Company will fall vacant under Rule 3.25 of the Listing Rules and the number of members of the audit committee of the Company will be reduced to two which is below the minimum number prescribed under Rule 3.21 of the Listing Rules. In order to comply with Rule 3.10, Rule 3.25 and Rule 3.21 of the Listing Rules, the Company is endeavoring to identify a suitable candidate to fill up the above mentioned vacancies as soon as practicable and in any event within three months from 20 May 2022, and will make further announcement(s) as and when appropriate.

By order of the Board
Yue Da International Holdings Limited
Cai Baoxiang
Executive Director

Hong Kong, 20 May 2022

As at the date of this announcement, the Board comprises the following members: (a) as non-executive Directors, Mr. Liu Debing, Mr. Li Biao and Mr. Hu Huaimin; (b) as executive Directors, Mr. Cai Baoxiang, Mr. Bai Zhaoxiang and Mr. Pan Mingfeng; and (c) as independent non-executive Directors, Dr. Liu Yongping and Mr. Cheung Ting Kee.