

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



XINYI GLASS HOLDINGS LIMITED

信義玻璃控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00868)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 2 JUNE 2022
AND
CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND CHANGES OF BOARD COMMITTEES COMPOSITION
BECOMING EFFECTIVE**

Reference is made to the circular of the Company dated 29 April 2022 (the “**Circular**”) and the ordinary resolutions set forth in the notice of the Annual General Meeting dated 29 April 2022 (the “**Notice**”). Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, at the Annual General Meeting, poll voting for all the ordinary resolutions as set out in the Notice were proceeded.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the poll voting.

The poll results are as follows:-

ORDINARY RESOLUTIONS		Number of votes (%)	
		For	Against
1	To receive and consider the audited financial statements and report of the directors (the “ Directors ”) of the Company and the auditors (the “ Auditors ”) of the Company for the financial year ended 31 December 2021.	2,639,697,497 (99.124450%)	23,316,010 (0.875550%)
2	To declare a final dividend of 76.0 HK cents per Share for the year ended 31 December 2021.	2,663,013,497 (100.000000%)	10 (0.000000%)
3(A)	(i) To re-elect Tan Sri Datuk TUNG Ching Sai as an executive Director.	2,239,812,001 (84.108173%)	423,201,506 (15.891827%)
	(ii) To re-elect Mr. LI Ching Wai as a non-executive Director.	2,369,750,021 (88.987533%)	293,263,486 (11.012467%)
	(iii) To re-elect Mr. LI Ching Leung as a non-executive Director.	2,437,518,434 (91.532335%)	225,495,073 (8.467665%)
	(iv) To re-elect Mr. LAM Kwong Siu as an independent non-executive Director.	2,194,603,496 (82.410528%)	468,410,011 (17.589472%)
3(B)	To authorise the board of Directors (the “ Board ”) to determine the remuneration of the Directors.	2,662,636,852 (99.985856%)	376,655 (0.014144%)
4	To re-appoint the Auditors and to authorise the Board to fix their remuneration.	2,617,304,856 (98.283574%)	45,708,651 (1.716426%)
5(A)	To grant an unconditional general mandate to the Directors to repurchase Shares. <i>(Note)</i>	2,662,724,497 (99.989147%)	289,010 (0.010853%)
5(B)	To grant an unconditional general mandate to the Directors to allot and issue Shares. <i>(Note)</i>	1,937,635,907 (72.761024%)	725,377,600 (27.238976%)
5(C)	To extend the general mandate granted to the Directors to issue Shares by the Shares repurchased. <i>(Note)</i>	1,947,180,462 (73.119436%)	715,833,045 (26.880564%)
6	To consider and approve the appointment of Dr. YANG Siu Shun, J.P. as an independent non-executive Director with effect from the conclusion of the Annual General Meeting.	2,593,590,855 (97.393079%)	69,422,652 (2.606921%)

Note: The full text of these resolutions appear in the Notice.

As more than 50% of the votes cast are in favour of each of the ordinary resolutions nos. 1 to 6 in the Notice, all the ordinary resolutions have been duly approved by the Shareholders at the Annual General Meeting.

As of the date of the Annual General Meeting, the total number of Shares in issue was 4,033,430,247 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the ordinary resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the ordinary resolutions at the Annual General Meeting.

In addition, none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the ordinary resolutions at the Annual General Meeting.

The Company's executive Directors, Dr. LEE Yin Yee, B.B.S., Mr. TUNG Ching Bor, Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P. and Mr. LEE Shing Kan, the non-executive Directors, Mr. LI Ching Wai, Mr. LI Ching Leung, Mr. SZE Nang Sze and Mr. NG Ngan Ho, and the independent non-executive Directors, Mr. LAM Kwong Siu, G.B.S., Dr. WONG Ying Wai, G.B.S., J.P. and Mr. TAM Wai Hung, David attended the Annual General Meeting in person or by electronic means. The Company's independent non-executive Directors, Mr. WONG Chat Chor Samuel and Dr. TRAN Chuen Wah, John were unable to attend the Annual General Meeting due to their other business commitments.

CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGES OF BOARD COMMITTEES COMPOSITION BECOMING EFFECTIVE

Reference is made to the announcement of the Company dated 29 April 2022 (the "**Announcement**") and the Circular.

Changes of Independent Non-executive Directors

As disclosed in the Announcement and the Circular, upon the conclusion of the Annual General Meeting, Dr. WONG Ying Wai, G.B.S., J.P. ("**Dr. WONG**") and Mr. TAM Wai Hung, David ("**Mr. TAM**") had retired as the independent non-executive Directors of the Company.

The Board announces that Dr. YANG Siu Shun, J.P. (“**Dr. YANG**”) has been appointed as an independent non-executive Director with effect from the conclusion of the Annual General Meeting as approved by the ordinary resolution no. 6 at the Annual General Meeting. For the biographical information of Dr. YANG, please refer to the Announcement and the Circular. As of the date of this announcement, there has been no change to such information.

Changes of Board Committees Composition

As disclosed in the Announcement, with effect immediately after the Annual General Meeting:

- (1) Dr. WONG ceased to be the member of each of the audit committee, remuneration committee and nomination committee of the Board;
- (2) Mr. TAM ceased to be a member of the audit committee of the Board;
- (3) Dr. YANG was appointed as the chairman of the audit committee of the Board and a member of each of the remuneration committee and nomination committee of the Board; and
- (4) Mr. LAM Kwong Siu, the independent non-executive Director, was re-designated as a member of the audit committee of the Board.

On behalf of the Board
XINYI GLASS HOLDINGS LIMITED
LAU Sik Yuen
Company Secretary

Hong Kong, 2 June 2022

As of the date of this announcement, Dr. LEE Yin Yee, B.B.S., Mr. TUNG Ching Bor, Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P. and Mr. LEE Shing Kan are the executive Directors; Mr. LI Ching Wai, Mr. LI Ching Leung, Mr. SZE Nang Sze and Mr. NG Ngan Ho are the non-executive Directors; and Mr. LAM Kwong Siu, G.B.S., Mr. WONG Chat Chor Samuel, Dr. TRAN Chuen Wah, John and Dr. YANG Siu Shun, J.P. are the independent non-executive Directors.

This announcement will be published on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.xinyiglass.com.hk.