

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.



Tiande Chemical Holdings Limited

天德化工控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 609)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 16 JUNE 2023

The Board is pleased to announce that all the resolutions proposed at the AGM held on 16 June 2023 were duly passed by the Shareholders by way of poll.

The board (the “**Board**”) of directors (the “**Directors**”) of Tiande Chemical Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting (the “**AGM**”) of the Company held on 16 June 2023 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The full text of all the resolutions is set out in the notice of AGM and the circular (the “**Circular**”) of the Company, both dated 27 April 2023. Unless otherwise defined in this announcement, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS

The following resolutions were voted on by the Shareholders attending and voting at the AGM either in person or by proxy or by their duly authorised representatives by way of poll:

Ordinary resolutions		Number of votes (%)	
		For	Against
1.	To receive and consider, and if thought fit, approve the audited financial statements and the reports of the Directors and the auditor of the Company for the year ended 31 December 2022.	549,157,512 (99.956998%)	236,250 (0.043002%)
2	To declare a final dividend of HK\$0.20 per share for the year ended 31 December 2022.	549,393,512 (99.999954%)	250 (0.000046%)

3.	(i) To re-elect Mr. Wang Zijiang (王子江先生) as an executive Director;	549,331,945 (99.988748%)	61,817 (0.011252%)
	(ii) To re-elect Mr. Liu Chenguang (劉晨光先生) as an independent non-executive Director; and	548,583,945 (99.852598%)	809,817 (0.147402%)
	(iii) To authorise the Board to fix the remuneration of the Directors.	549,393,262 (99.999909%)	500 (0.000091%)
4.	To consider and, if thought fit, approve the appointment of Ms. Shan Honghong (山紅紅女士) as an independent non-executive Director.	549,393,512 (99.999954%)	250 (0.000046%)
5.	To re-appoint BDO Limited as the auditor of the Company for the year ending 31 December 2023 and to authorise the Board to fix its remuneration.	549,393,512 (99.999954%)	250 (0.000046%)
6A.	To grant a general mandate to the Directors to issue Shares up to 20% of the number of Shares in issue as at the date of the AGM.	544,641,350 (99.134972%)	4,752,412 (0.865028%)
6B.	To grant a general mandate to the Directors to repurchase the Company's own Shares up to 10% of the number of Shares in issue as at the date of the AGM.	549,393,512 (99.999954%)	250 (0.000046%)
6C.	To grant a general mandate to the Directors to add Shares repurchased to the general mandate to issue additional Shares as mentioned in the resolution no. 6C in the notice of AGM.	544,641,100 (99.134926%)	4,752,662 (0.865074%)
Special resolution		For	Against
7.	To consider, and if thought fit, approve the amended and restated Articles of Association, which incorporates all the Proposed Amendments, in substitution for and to the exclusion of the existing Articles of Association.	549,393,512 (99.999954%)	250 (0.000046%)

As more than 50% of the votes were cast in favour of each of the resolution nos. 1 to 6C set out above, all such resolutions were duly passed as ordinary resolutions of the Company. Further, as more than 75% of the votes were cast in favour of the resolution no. 7 set out above, such resolution was duly passed as a special resolution of the Company.

The total number of Shares entitling the Shareholders to attend and vote on all the proposed resolutions at the AGM was 869,418,000 Shares, which represents the total number of issued Shares as at the date of 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 to vote against or to abstain from voting on any of the resolutions at the AGM.

Shareholders or their proxies holding 549,393,762 Shares with voting rights, representing approximately 63.19% of the total number of Shares entitling the Shareholders to attend and vote, were present and constituted a quorum of the AGM in accordance with the Articles of Association.

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

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Shan Honghong has been appointed by the Shareholders as an independent non-executive Director with effect from the conclusion of the AGM. The Company will enter into a director's service contract with Ms. Shan for a term commencing from the date of the appointment of Ms. Shan and to not more than three years. The profile of Ms. Shan has been set out in the Circular. Save as disclosed in the Circular, up to the date of this announcement, there is no information in relation to Ms. Shan which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, nor are there other matters in relation to her appointment that need to be brought to the attention of the Shareholders.

The Directors, namely Mr. Liu Yang, Mr. Wang Zijiang, Mr. Chen Xiaohua, Mr. Gao Baoyu, Mr. Leung Kam Wan and Mr. Liu Chenguang attended the AGM, either in person or by means of electronic facilities.

By order of the Board
Tiande Chemical Holdings Limited
Liu Yang
Chairman

Hong Kong, 16 June 2023

As at the date of this announcement, the executive Directors are Mr. Liu Yang, Mr. Wang Zijiang and Mr. Chen Xiaohua; whilst the independent non-executive Directors are Mr. Gao Baoyu, Mr. Leung Kam Wan, Mr. Liu Chenguang and Ms. Shan Honghong.