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## **Royal China International Holdings Limited**

**皇中國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1683)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 MAY 2018**

Reference is made to the circular of Royal China International Holdings Limited (the “**Company**”) dated 24 April 2018 (the “**Circular**”). Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

#### **POLL RESULTS OF THE AGM**

As at the date of the AGM, the total number of issued ordinary shares of the Company was 500,000,000, which was also the total number of shares entitling the Shareholders to attend and vote for or against the Ordinary Resolutions. No Shareholder was required to abstain from voting on any Ordinary Resolutions and no Shareholder was entitled to attend and vote only against any of the Ordinary Resolutions at the AGM.

At the AGM held on 28 May 2018, all proposed Resolutions as set out in the notice of AGM dated 24 April 2018 (the “**Notice of AGM**”) were taken by poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for vote-taking at the AGM.

The poll results of the Ordinary Resolutions as set out in the Notice of AGM are as follows: –

Ordinary Resolutions (Note)		Number of Shares (Approximate percentage)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the fifteen months ended 31 December 2017.	448,692,900 (99.53%)	2,104,000 (0.47%)
2.	(i) To re-elect Mr. DENG Kui as an executive Director.	448,692,900 (99.53%)	2,104,000 (0.47%)
	(ii) To re-elect Mr. LEONG Hing Loong Rudoff as an executive Director.	450,796,900 (100.00%)	–
	(iii) To re-elect Mr. LIU Gang as an independent non-executive Director.	448,692,900 (99.53%)	2,104,000 (0.47%)
3.	To authorise the board (the “ <b>Board</b> ”) of Directors to fix the remuneration of the Directors.	448,692,900 (99.53%)	2,104,000 (0.47%)
4.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the Board to fix their remuneration.	448,692,900 (99.53%)	2,104,000 (0.47%)
5.	To give a general and unconditional mandate to the Directors to exercise all powers of the Company to issue, allot and deal with additional ordinary shares of the Company not exceeding 20% of the total nominal amount of the issued share capital of the Company as at the date of passing this resolution.	73,692,900 (16.35%)	377,104,000 (83.65%)
6.	To give a general and unconditional mandate to the Directors to exercise all powers of the Company to purchase the Company’s ordinary shares not exceeding 10% of the total nominal amount of the issued share capital of the Company as at the date of passing this resolution.	73,692,900 (16.35%)	377,104,000 (83.65%)

Ordinary Resolutions <i>(Note)</i>		Number of Shares (Approximate percentage)	
		For	Against
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the number of shares repurchased by the Company.	73,692,900 (16.35%)	377,104,000 (83.65%)

*Note: The full text of the Ordinary Resolutions is set out in the Notice of AGM.*

As more than 50% of the votes were cast in favour of the Ordinary Resolutions numbered 1, 2(i), 2(ii), 2(iii), 3, 4, such Resolutions were duly passed as Ordinary Resolutions by the Shareholders by way of poll at the AGM.

As less than 50% of the votes were cast in favour of the Ordinary Resolutions numbered 5, 6, 7, such Resolutions were not passed as Ordinary Resolutions by the Shareholders by way of poll at the AGM.

By order of the Board  
**Royal China International Holdings Limited**  
*Chairman*  
**DENG Kui**

Hong Kong, 28 May 2018

*As at the date of this announcement, the Board comprises Mr. DENG Kui and Mr. LEONG Hing Loong Rudoff as executive Directors; and Mr. LIU Gang, Mr. YU Haizong and Ms. AN Yiqing as independent non-executive Directors.*