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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 26, 2017

At the AGM, each of the proposed resolutions nos. 1, 2, 3(a), 3(b), 3(c), 3(d), 4, 5 and 7 as set out in the Notice of AGM, were duly passed by the Shareholders by way of poll.

The proposed resolutions nos. 6 and 8 were not passed by the Shareholders at the AGM.

At the annual general meeting (the “AGM”) of Giordano International Limited (the “Company”) held on May 26, 2017, each of the proposed resolutions nos. 1, 2, 3(a), 3(b), 3(c), 3(d), 4, 5 and 7 as set out in the circular (the “Circular”) and notice of AGM (the “Notice of AGM”) both dated April 21, 2017 were duly passed by the Shareholders by way of poll.

Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, the total number of issued Shares of the Company was 1,572,392,518 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of any of the proposed resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any of the proposed resolutions at the AGM. No Shareholder had indicated in the Circular of his/her/its intention to vote against or to abstain from voting on any of the proposed 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.

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

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (Approximate percentage)</b>	
		<i>(Note)</i>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To receive and adopt the audited consolidated financial statements, Directors’ Report and the Independent Auditor’s Report for the year ended December 31, 2016.	507,993,430 (99.99%)	2,000 (0.01%)
2.	To declare a final dividend of 15.0 HK cents per share for the year ended December 31, 2016.	507,993,430 (99.99%)	2,000 (0.01%)

ORDINARY RESOLUTIONS		Number of Votes (Approximate percentage) <i>(Note)</i>	
		FOR	AGAINST
3.	(a) To re-elect Dr. CHENG Chi Kong, Adrian as Non-executive Director.	487,264,928 (95.92%)	20,730,502 (4.08%)
	(b) To re-elect Mr. CHAN Sai Cheong as Non-executive Director.	491,503,197 (96.75%)	16,486,233 (3.25%)
	(c) To re-elect Mr. KWONG Ki Chi, who has served the Company for more than 9 years, as an Independent Non-executive Director.	492,359,491 (96.92%)	15,635,939 (3.08%)
	(d) To re-elect Mr. Mark Alan LOYND as an Executive Director.	505,996,630 (99.61%)	1,998,800 (0.39%)
4.	To authorize the Board to fix the remuneration of directors.	506,053,430 (99.62%)	1,942,000 (0.38%)
5.	To re-appoint PricewaterhouseCoopers as the Auditor and to authorize the Board to fix its remuneration.	507,993,430 (99.99%)	2,000 (0.01%)
6.	To grant a general mandate to the directors to allot, issue and otherwise deal with the shares in the Company.	126,216,161 (24.85%)	381,779,269 (75.15%)
7.	To grant a general mandate to the directors to repurchase the shares in the Company.	507,993,430 (99.99%)	2,000 (0.01%)
8.	To extend the general mandate granted to the directors under resolution numbered 6 by the number of shares of the Company repurchased under resolution numbered 7.	112,104,161 (22.07%)	395,891,269 (77.93%)

*Note: The number of votes and percentage are based on the total number of issued Shares held by the Shareholders who attended and voted at the AGM in person or by corporate representative or proxy.*

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

As less than 50% of the votes were cast in favour of each of the proposed resolutions nos. 6 and 8, all the aforesaid resolutions were not passed at the AGM.

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

Hong Kong, May 26, 2017

*As 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, Adrian and Mr. CHAN Sai Cheong; and four independent non-executive directors; namely, Dr. Barry John BUTTIFANT, Mr. KWONG Ki Chi, Professor WONG Yuk (alias, HUANG Xu) and Mr. Simon Devilliers RUDOLPH.*