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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 22, 2020**

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

The proposed resolution no. 6 was not passed by the Shareholders at the AGM.

At the annual general meeting (the “**AGM**”) of Giordano International Limited (the “**Company**”) held on May 22, 2020, each of the proposed resolutions nos. 1, 2, 3(a), 3(b), 3(c), 4, 5 and 7 set out in the circular (the “**Circular**”) and notice of AGM (the “**Notice of AGM**”), both dated April 17, 2020, were duly passed by the Shareholders by way of poll. Unless the context otherwise requires, 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 1,578,500,518 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. 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 on 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.

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:-

Ordinary Resolutions		Number of Votes (Approximate percentage)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements, directors' report and the independent auditor's report for the year ended December 31, 2019.	317,722,550 (100.00%)	0 (0.00%)
2.	To declare a final dividend of 4.4 HK cents per share for the year ended December 31, 2019.	320,116,550 (100.00%)	0 (0.00%)
3.	(a) To re-elect Dr. CHENG Chi Kong as a Non-executive Director.	299,365,715 (93.52%)	20,750,835 (6.48%)
	(b) To re-elect Mr. CHAN Sai Cheong as a Non-executive Director.	316,423,750 (98.85%)	3,692,800 (1.15%)
	(c) To re-elect Mr. KWONG Ki Chi, who has served the Company for more than 9 years, as an Independent Non-executive Director.	283,866,803 (88.68%)	36,249,747 (11.32%)
4.	To authorize the board of directors (the "Board") to fix the remuneration of directors.	285,870,550 (89.35%)	34,068,000 (10.65%)
5.	To re-appoint PricewaterhouseCoopers as the auditor and to authorize the Board to fix its remuneration.	320,116,550 (100.00%)	0 (0.00%)
6.	To grant a general mandate to the directors to allot, issue and otherwise deal with the shares of the Company. *	118,385,051 (37.00%)	201,553,499 (63.00%)
7.	To grant a general mandate to the directors to repurchase shares of the Company.*	302,442,550 (94.53%)	17,496,000 (5.47%)

\* The full text of the resolution is set out in the Notice of AGM.

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

As less than 50% of the votes were cast in favour of the resolution no. 6, the aforesaid resolution was not passed at the AGM.

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

Hong Kong, May 22, 2020

*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 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 Dr Alison Elizabeth LLOYD.*