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## **JOLIMARK HOLDINGS LIMITED**

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

**(Stock Code: 2028)**

### **POLL RESULTS FOR THE ANNUAL GENERAL MEETING HELD ON 21 MAY 2019 RETIREMENT AND APPOINTMENT OF DIRECTOR**

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

The board of directors (the “**Board**”) of Jolimark Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 21 May 2019, all the proposed resolutions as set out in the notice of the AGM dated 15 April 2019 were duly passed by the shareholders of the Company by way of poll. The poll results in respect of all the resolutions proposed at the AGM are as follows:

<b>Ordinary Resolutions</b>		<b>No. of votes (%)</b>		<b>Total number of votes</b>
		<b>For</b>	<b>Against</b>	
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “ <b>Directors</b> ”) of the Company and auditors of the Company for the year ended 31 December 2018.	466,221,869 (100%)	0 (0%)	466,221,869
2.	To re-elect Mr. Au Pak Yin as an executive Director.	466,221,869 (100%)	0 (0%)	466,221,869
3.	To re-elect Mr. Ou Guo Liang as an executive Director.	466,221,869 (100%)	0 (0%)	466,221,869
4.	To appoint Ms. Kan Lai Kuen, Alice, as an independent non-executive Director.	466,221,869 (100%)	0 (0%)	466,221,869
5.	To authorise the Board to fix the Directors’ remuneration.	466,221,869 (100%)	0 (0%)	466,221,869

Ordinary Resolutions		No. of votes (%)		Total number of votes
		For	Against	
6.	To re-appoint PricewaterhouseCoopers as the auditors of the Company and to authorise the Board to fix their remuneration.	466,221,869 (100%)	0 (0%)	466,221,869
7.	To grant a general mandate to the Directors to allot, issue and deal with shares not exceeding 20% of the total number of the issued shares of the Company as at the date of passing this resolution.	455,951,869 (97.80%)	10,270,000 (2.20%)	466,221,869
8.	To grant a general mandate to the Directors to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing this resolution.	466,221,869 (100%)	0 (0%)	466,221,869
9.	To extend the general mandate granted by resolution no. 7 by adding the shares bought back pursuant to the general mandate granted by resolution no. 8.	455,951,869 (97.80%)	10,270,000 (2.20%)	466,221,869

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company.

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

As at the date of the AGM, the total number of shares of the Company in issue was 612,881,500 shares. The total number of share entitling shareholders to attend and vote for or against the resolutions at the AGM is 612,881,500 shares. No shareholder was entitled to attend and vote only against the resolutions at the AGM.

## **RETIREMENT AND APPOINTMENT OF DIRECTORS**

### **Retirement of independent non-executive Director**

As disclosed in the circular of the Company dated 15 April 2019, Mr. Lai Ming, Joseph (“**Mr. Lai**”) has elected not to offer himself for re-election at the AGM. Accordingly, Mr. Lai retired as an independent non-executive Director at the conclusion of the AGM.

Mr. Lai has confirmed that he has no disagreement with the Board and there is no matter in relation to his retirement that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Lai for his services and contributions to the Company during his tenure of services to the Company.

### **Appointment of independent non-executive Director**

The Board announces that Ms. Kan Lai Kuen, Alice has been elected as an independent non-executive Director at the AGM.

Ms. Kan Lai Kuen, Alice (“**Ms. Kan**”), aged 64, has over 25 years of experience in corporate finance and is well experienced in both the equity and debt markets. She has held various senior positions in international and local banks and financial institutions and is currently a controlling shareholder and the Managing Director of Asia Investment Management Limited, a licensed corporation under the Securities and Futures Ordinance (the “**SFO**”). Ms. Kan is a fellow member of the Association of Chartered Certified Accountants, the Hong Kong Institute of Directors and the Australian Society of Certified Practising Accountants, and an associate member of the Hong Kong Institute of Certified Public Accountants. She is also a licensed responsible officer under the SFO.

Ms. Kan currently also serves as independent non-executive director for several listed companies on the Stock Exchange, namely, China Engene International (Holdings) Limited (stock code: 1185), Cosmopolitan International Holdings Limited (stock code: 120), Regal Hotels International Holdings Limited (stock code: 78), Shimao Property Holdings Limited (stock code: 813), Mason Group Holdings Limited (stock code: 273), and is also an independent director of AVIC International Maritime Holdings Limited, a company listed on the Catalist Board of the Singapore Stock Exchange. Ms. Kan was an independent non-executive Director of Shougang Concord International Enterprises Company Limited (stock code: 697) between September 2004 and May 2018.

Ms. Kan has entered into a letter of appointment with the Company pursuant to which Ms. Kan will be entitled to a director's fee of HK\$240,000 per annum or a pro rata amount for any incomplete year as determined by the Board by reference to her background, experience, duties and responsibilities with the Company and the prevailing market conditions. According to the letter of appointment to be entered with the Company, Ms. Kan's specific term of office is three years and shall be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Company's articles of association.

Save as disclosed above, Ms. Kan did not hold any directorship in other listed companies during the past three years nor has she held any other positions with the Group, and does not have any other major appointments and professional qualifications. Ms. Kan does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder (as defined in the Listing Rules) of the Company. Ms. Kan also does not have any interests in the shares of the Company which is required to be disclosed under Part XV of the SFO.

There is also no other information required to be disclosed pursuant to the requirements of Rule 13.51 (2) (h) to (v) of the Listing Rules relating to the proposed appointment of Ms. Kan as an independent non-executive Director and there is no other matter that needs to be brought to the attention of the Shareholders.

The Board welcomes Ms. Kan in joining the Board.

By order of the Board of  
**Jolimark Holdings Limited**  
**Au Kwok Lun**  
*Director*

Hong Kong, 21 May 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Au Pak Yin, Mr. Au Kwok Lun and Mr. Ou Guo Liang, and the independent non-executive directors of the Company are Mr. Meng Yan, Mr. Yeung Kwok Keung and Ms. Kan Lai Kuen, Alice.*