

*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.*



## **CHEVALIER INTERNATIONAL HOLDINGS LIMITED**

**其士國際集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 25)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 2 SEPTEMBER 2016 AND RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “Board”) of directors (the “Director(s)”) of Chevalier International Holdings Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company held on 2 September 2016 (the “AGM”), all the proposed resolutions as set out in the notice of AGM were duly passed by way of poll. The vote-taking at the AGM were scrutinised by the Company’s Hong Kong Branch Share Registrar, Tricor Standard Limited.

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

As at the date of the AGM, the total number of issued ordinary shares of the Company was 301,928,440, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions. There were no share entitling the shareholders to attend and abstain from voting in favour of the resolutions at the AGM pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and there were no shareholders that are required to abstain from voting at the AGM under the Listing Rules. No parties have indicated in the circular containing the notice of the AGM that they intend to vote against or to abstain from voting on any resolutions at the AGM.

The poll results in respect of the resolutions were as follows:-

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and the Reports of the Directors and Independent Auditor for the year ended 31 March 2016.	158,385,766 (100%)	0 (0%)
2.	To declare a final dividend.	158,385,766 (100%)	0 (0%)
3.(a)(i)	To re-elect Mr HO Chung Leung as Director.	153,146,794 (96.69%)	5,238,972 (3.31%)
3.(a)(ii)	To re-elect Mr CHOW Vee Tsung, Oscar as Director.	153,086,298 (96.65%)	5,299,468 (3.35%)
3.(a)(iii)	To re-elect Professor POON Chung Kwong as Director.	158,369,766 (99.99%)	16,000 (0.01%)
3.(b)	To authorise the board of directors to fix the remuneration of the directors.	158,385,766 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as auditors of the Company and authorise the board of directors to fix their remuneration.	158,385,766 (100%)	0 (0%)
5.	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company. <sup>#</sup>	152,837,827 (96.50%)	5,536,810 (3.50%)
6.	To grant a general mandate to the directors to repurchase shares of the Company. <sup>#</sup>	158,374,637 (100%)	0 (0%)
7.	To extend the general mandate to the directors to allot, issue and deal with additional shares of the Company. <sup>#</sup>	152,853,827 (96.51%)	5,531,939 (3.49%)

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

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that Mr Sun Kai Dah, George (“Mr Sun”), an independent non-executive director of the Company, did not seek for re-election at the AGM and he retired as the independent non-executive director of the Company with effect from the conclusion of the AGM. Mr Sun has confirmed that he has no disagreement with the Board and there is no matter in relation to his retirement from the Board that needs to be brought to the attention of the shareholders of the Company. Accordingly, he also ceased to be the chairman of nomination committee and a member of each of the remuneration committee and the audit committee (the “Audit Committee”) of the Company.

The Board would like to express its appreciation and gratitude to Mr Sun for his efforts and valuable contributions to the Company during his tenure of office.

Following the retirement of Mr Sun, the Company has only three independent non-executive directors and two Audit Committee members, the number of which falls below the minimum number required under Rules 3.10A and 3.21 of the Listing Rules respectively. The Company will use its best endeavour to identify suitable candidate to fill up the abovementioned vacancies within three months as required under Rules 3.11 and 3.23 of the Listing Rules, and will make further announcement(s) as and when appropriate.

By Order of the Board  
**Chevalier International Holdings Limited**  
**KUOK Hoi Sang**  
*Co-Chairman and Managing Director*

Hong Kong, 2 September 2016

*As at the date of this announcement, the Board of the Company comprises Dr Chow Yei Ching (Co-Chairman), Messrs Kuok Hoi Sang (Co-Chairman and Managing Director), Tam Kwok Wing (Deputy Managing Director), Ho Chung Leung, Ma Chi Wing and Miss Lily Chow as Executive Directors; Dr Chow Ming Kuen, Joseph, Mr Yang Chuen Liang, Charles and Professor Poon Chung Kwong as Independent Non-Executive Directors; Dr Ko Chan Gock, William and Mr Chow Vee Tsung, Oscar as Non-Executive Directors.*

\* *for identification purpose only*

# *the full text of the Resolution is set out in the notice of AGM of 15 July 2016*