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China South City Holdings Limited
華南城控股有限公司

(incorporated in Hong Kong with limited liability)
(Stock code: 1668)

Poll Results of the Annual General Meeting Held on 22 September 2020 And Retirement of Director

At the annual general meeting of China South City Holdings Limited (the “**Company**”) held on 22 September 2020 (the “**AGM**”), all proposed resolutions as set out in the notice convening the AGM dated 31 July 2020 were duly passed by the shareholders of the Company by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 March 2020 and the reports of the Directors and independent auditor of the Company thereon.	4,638,743,926 (99.999946%)	2,500 (0.000054%)
2.	To declare a final dividend of HK3.0 cents per share for the year ended 31 March 2020.	4,643,027,926 (99.999989%)	500 (0.000011%)
3.	(a) To re-elect Ms. Cheng Ka Man Carman as Executive Director.	4,630,577,715 (99.731841%)	12,450,711 (0.268159%)
	(b) To re-elect Mr. Cheng Tai Po as Non-Executive Director.	4,622,466,395 (99.557142%)	20,562,031 (0.442858%)
	(c) To re-elect Mr. Leung Kwan Yuen Andrew as Independent Non-Executive Director.	4,216,926,568 (90.822760%)	426,101,858 (9.177240%)

	(d)	To elect Mr. Wu Guangquan as Executive Director.	4,630,217,724 (99.724087%)	12,810,702 (0.275913%)
	(e)	To authorize the board of Directors to fix the remuneration of Directors.	4,641,605,306 (99.999903%)	4,510 (0.000097%)
4.		To re-appoint Messrs. Ernst & Young as independent auditor of the Company and to authorize the board of Directors to fix their remuneration.	4,643,027,926 (99.999989%)	500 (0.000011%)
5.		To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate number of ordinary shares of the Company in issue.	4,298,281,775 (92.603255%)	343,328,041 (7.396745%)
6.		To grant a general mandate to the Directors to buy back the Company's shares not exceeding 10% of the aggregate number of ordinary shares of the Company in issue.	4,641,607,316 (99.999946%)	2,500 (0.000054%)
7.		To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of the Company by the number of shares bought back by the Company.	4,303,086,775 (92.678450%)	339,941,651 (7.321550%)

As more than 50% of the votes were cast in favor of each of the above resolutions 1 to 7, all the resolutions were duly passed as ordinary resolutions.

Notes:

1. The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company present in person or by proxy at the AGM;
2. The total number of issued shares of the Company (the “**Shares**”) as at the date of AGM was 8,091,892,848 shares, which were the total number of Shares entitled the holders to attend and vote for or against all the resolutions proposed at the AGM;
3. There were no Shares entitled the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (the “**Listing Rules**”) and no Shares of the holders of the Company were required to abstain from voting at the AGM under the Listing Rules; and
4. No party has stated its intention in the circular dated 31 July 2020 to vote against or to abstain from voting on any resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's share registrar, was appointed as the scrutineer for the AGM.

Retirement of Director

Reference is made to the circular dated 31 July 2020, the board of Directors (the “**Board**”) of the Company hereby announces that Mr. Yung Wing Ki Samuel (“**Mr. Yung**”), for the purpose of allocating more time to serving governmental committees, social organizations and personal affairs, in accordance with the relevant requirements of retirement and re-election of Director under the Corporate Governance Code as set out in Appendix 14 to the Listing Rules and the Company’s Articles, has tendered his request for retirement at the AGM and not to offer himself for re-election after retirement. Therefore, Mr. Yung held office as an Independent Non-Executive Director until the AGM, and resigned as a member of audit committee of the Company thereupon. Mr. Yung has accepted the Company’s sincere invitation to act as an Honourable Adviser of the Group.

Mr. Yung confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Company nor the Hong Kong Stock Exchange in relation to his retirement of Independent Non-Executive Director.

Since joining the Group in 2013, Mr. Yung has adhered to the role as Independent Non-Executive Director, and, together with other Independent Non-Executive Directors, provided the Board with objective, independent and professional opinions, care about the business development and corporate governance of the Group and helped the Group to optimize its corporate governance. The Board would like to express its sincere gratitude to his significant contributions to the Group over the years, and thank him for accepting the appointment as an Honourable Adviser of the Group and continue to provide his valuable guidance and advices for the better development of the Group. The Board sincerely wishes him a happy life, good health and to make greater contributions to the society.

For and on behalf of the Board
China South City Holdings Limited
Cheng Chung Hing
Chairman and Executive Director

Hong Kong, 22 September 2020

As at the date of this announcement, the Executive Directors of the Company are Mr. Cheng Chung Hing, Mr. Zhao Lidong, Mr. Wu Guangquan and Ms. Cheng Ka Man Carman; the Non-Executive Directors of the Company are Mr. Cheng Tai Po and Mr. Lin Ching Hua; and the Independent Non-Executive Directors of the Company are Mr. Leung Kwan Yuen Andrew, GBS, SBS, JP, Mr. Li Wai Keung and Mr. Hui Chiu Chung, JP.