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# **TIANYUN INTERNATIONAL HOLDINGS LIMITED**

## **天韵國際控股有限公司**

*(Incorporated in the British Virgin Islands with limited liability)*

**(Stock Code: 6836)**

### **VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 MAY 2018**

At the AGM held on Wednesday, 23 May 2018, all the proposed resolutions as set out in the notice of AGM dated 17 April 2018 have been duly approved by the Shareholders by way of poll.

At the annual general meeting of Tianyun International Holdings Limited (the “**Company**”) held on Wednesday, 23 May 2018 (the “**AGM**”), all the proposed resolutions as set out in the notice of AGM dated 17 April 2018 have been duly approved by the Shareholders by way of poll.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the circular of the Company dated 17 April 2018.

#### **ATTENDANCE AT THE AGM**

As of the date of the AGM, the total number of the Shares in issue entitling the holder to attend and vote at the AGM was 977,462,000 Shares. Shareholders (in person or by proxy) holding an aggregate of 692,960,000 Shares, which represented approximately 70.9% of the total number of Shares, were present at the AGM.

There were no (i) Shares entitling the holders to attend and abstain from voting in favour at the AGM in accordance with Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) or (ii) shareholders of the Company that are required under the Listing Rules to abstain from voting at the AGM.

## RESULTS OF THE AGM

The poll results in respect of all the resolutions proposed at the AGM are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>No. of votes and percentage</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited financial statements of the Company for the year ended 31 December 2017 together with the reports of the directors of the Company (the “Directors”) and auditors thereon.	692,960,000 (100%)	0 (0%)
2.	To declare a final dividend of HK\$0.026 per Share for the year ended 31 December 2017.	692,960,000 (100%)	0 (0%)
3(a)	To re-elect Ms. Chu Yinghong as non-executive Director.	689,740,000 (99.54%)	3,220,000 (0.46%)
3(b)	To re-elect Mr. Liang Zhongkang as independent non-executive Director.	692,960,000 (100%)	0 (0%)
3(c)	To re-elect Ms. Hui Yung Yung Janet as independent non-executive Director.	692,960,000 (100%)	0 (0%)
3(d)	To authorize the board of Directors to fix the Directors’ remuneration.	692,960,000 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as auditors to the Company and to authorize the Board to fix their remuneration.	692,950,000 (99.99%)	10,000 (0.01%)
5.	To give a general mandate to the directors to issue and allot shares not exceeding 20% of the total number of Shares in issue at the date of this resolution.	660,160,000 (95.27%)	32,800,000 (4.73%)
6.	To give a general mandate to the directors to repurchase shares not exceeding 10% of the total number of Shares in issue as at the date of this resolution.	692,960,000 (100%)	0 (0%)
7.	To increase the maximum nominal amount of share capital which the directors are authorised to allot, issue and deal with pursuant to the general mandate as mentioned in Resolution 5 by the total number of Shares repurchased pursuant to the general mandate as mentioned in Resolution 6.	661,213,800 (95.42%)	31,746,200 (4.58%)

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to 7 above, all these resolutions have been duly approved as ordinary resolutions.

## **SCRUTINY OF VOTE-COUNTING**

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, was appointed as the scrutineer at the AGM for the purpose of the vote-taking.

By Order of the Board  
**Tianyun International Holdings Limited**  
Yang Ziyuan  
*Chairman*

Hong Kong, 23 May 2018

*As at the date of this announcement, the Board of the Company comprises (i) Mr. Yang Ziyuan and Mr. Sun Xingyu as the executive Directors; (ii) Ms. Chu Yinghong and Mr. Wong Yim Pan as the non-executive Directors; and (iii) Mr. Liang Zhongkang, Mr. Tsang Yuen Wai and Ms. Hui Yung Yung Janet as the independent non-executive Directors.*