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TIANYUN INTERNATIONAL HOLDINGS LIMITED

天韻國際控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock code: 6836)

VOTING RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 2 APRIL 2019

At the EGM held on Tuesday, 2 April 2019, all the proposed resolutions as set out in the notice of EGM dated 18 March 2019 have been duly approved by the Shareholders by way of poll.

At the extraordinary general meeting of Tianyun International Holdings Limited (the “**Company**”) held on Tuesday, 2 April 2019 (the “**EGM**”), all the proposed resolutions as set out in the notice of EGM dated 18 March 2019 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 18 March 2019.

ATTENDANCE AT THE EGM

SDIH and its associates, which were interested in 263,914,740 Shares as at the date of the EGM (representing approximately 27% of the entire issued share capital of the Company), were required to abstain from voting at the EGM. The total number of the Shares held by the Independent Shareholders who were entitled to attend and vote for or against the resolutions at the EGM was 713,547,260.

Independent Shareholders (in person or by proxy) holding an aggregate of 414,066,633 Shares, which represented approximately 42.36% of the total number of Shares, were present at the EGM.

There were no Shares entitling the holders to attend and abstain from voting in favour at the EGM in accordance with Rule 13.40 of the Listing Rules.

RESULTS OF THE EGM

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

| ORDINARY RESOLUTIONS | | No. of votes and percentage | |
|----------------------|---|-----------------------------|------------------|
| | | For | Against |
| 1. | To approve, confirm and ratify the Joint Investment Agreement and the transactions contemplated thereunder and to authorize any one Director to take all such steps to implement the same and to execute all documents or deeds as they may consider necessary or appropriate in relation thereto. | 414,062,633 (99.9%) | 4,000 (0.01%) |
| 2. | To approve and confirm the JV Agreement and the transactions contemplated thereunder and to authorize any one Director to take all such steps to implement the same and to execute all documents or deeds as they may consider necessary or appropriate in relation thereto. | 414,062,633 (99.9%) | 4,000 (0.01%) |
| 3. | To authorize the Director(s) to do all such further acts and things and execute such further documents and take all steps which in their opinion may be necessary, desirable or expedient to implement and/or give effect to the Joint Investment Agreement, the JV Agreement and all other transactions contemplated thereunder with any changes as such Director(s) may consider necessary, desirable or expedient. | 414,062,633 (99.9%) | 4,000 (0.01%) |

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to 3 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 EGM for the purpose of the vote-taking.

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

Hong Kong, 2 April 2019

As at the date of this announcement, the Board of the Company comprises (i) Mr. Yang Ziyuan, Mr. Sun Xingyu and Mr. Wang Hu as the executive Directors; (ii) Ms. Chu Yinghong, Mr. Wong Yim Pan and Mr. Liu Zhumeng 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.