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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 14 JUNE 2019

At the AGM held on Friday, 14 June 2019, save and except for Resolution No. 2, all the proposed resolutions as set out in the circular dated 30 April 2019 and the supplemental notice dated 29 May 2019 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 Friday, 14 June 2019 (the “**AGM**”), save and except for Resolution No. 2, all the proposed resolutions as set out in the notice of AGM dated 30 April 2019 and the supplemental notice of AGM dated 29 May 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 30 April 2019 and the supplemental circular of the Company dated 29 May 2019.

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 674,867,473 Shares, which represented approximately 69.04% 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:

ORDINARY RESOLUTIONS		No. of votes and percentage	
		For	Against
1.	To receive and consider the audited financial statements of the Company for the year ended 31 December 2018 together with the reports of the directors of the Company (the “ Directors ”) and auditors thereon.	674,867,473 (100%)	0 (0%)
2.	To declare and approve a final dividend of HK\$0.027 per share of the Company for the year ended 31 December 2018 by way of allotment and issue of Shares credited as fully paid in lieu of cash payment with an option to elect to receive wholly in cash.	29,783,473 (4.41%)	645,084,000 (95.59%)
3(a)	To re-elect Mr. Yang Ziyuan as executive Director.	664,517,873 (98.47%)	10,349,600 (1.53%)
3(b)	To re-elect Mr. Sun Xingyu as executive Director.	668,069,473 (98.99%)	6,798,000 (1.01%)
3(c)	To re-elect Mr. Tsang Yuen Wai as independent non-executive Director.	665,099,873 (98.55%)	9,767,600 (1.45%)
3(d)	To re-elect Mr. Wang Hu as executive Director.	666,159,473 (98.71%)	8,708,000 (1.29%)
3(e)	To re-elect Mr. Liu Zhumeng as non-executive Director.	668,069,473 (98.99%)	6,798,000 (1.01%)
3(f)	To authorize the board of Directors to fix the Directors’ remuneration.	674,867,473 (100%)	0 (0%)

ORDINARY RESOLUTIONS		No. of votes and percentage	
		For	Against
4.	To re-appoint PricewaterhouseCoopers as auditors to the Company and to authorize the Board to fix their remuneration.	674,867,473 (100%)	0 (0%)
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.	646,106,000 (95.74%)	28,761,473 (4.26%)
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.	674,867,473 (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 No. 5 by the total number of Shares repurchased pursuant to the general mandate as mentioned in Resolution No. 6.	646,688,000 (95.82%)	28,179,473 (4.18%)
8.	Conditional upon Resolution No. 2 not being passed by the shareholders of the Company, to declare and approve a final cash dividend of HK\$0.027 per share of the Company for the year ended 31 December 2018.	674,867,473 (100%)	0 (0%)

Save and except for Resolution No. 2, as more than 50% of the votes were cast in favour of each of the resolutions above, those resolutions have been duly passed as ordinary resolutions.

For Resolution No. 2, as the votes cast in favour of the resolution did not exceed 50% of the total number of votes cast, the resolution was not passed.

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, 14 June 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.