

LILANZ 利郎
CHINA LILANG LIMITED
中 利郎有限公司

(Stock Code: 1234)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 19 APRIL 2016
AND
CHANGE OF DIRECTOR AND COMPOSITION OF
BOARD COMMITTEES**

The Board is pleased to announce that all ordinary resolutions proposed at the AGM were duly passed by way of poll.

In addition, the Board announces that, as Mr. Chen Tien Tui did not offer himself for re-election at the AGM, he ceased to be an independent non-executive Director upon his retirement at the conclusion of the AGM.

The Board further announces that following the retirement of Mr. Chen Tien Tui as an independent non-executive Director, changes were made to the composition of the remuneration committee and nomination committee of the Company.

Reference is made to the circular (the “**Circular**”) of China Lilang Limited (the “**Company**”) and the notice of the annual general meeting of the Company held on 19 April 2016 (the “**AGM**”) dated 15 March 2016 and the Company’s announcement dated 30 March 2016. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE AGM

Pursuant to Rule 13.39(5) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the board (the “**Board**”) of directors of the Company (the “**Directors**”) is pleased to announce that the following ordinary resolutions (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the AGM:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the auditor (the “ Auditor ”) of the Company for the year ended 31 December 2015.	906,055,024 shares (100.000000%)	0 shares (0.000000%)
2.	To declare a final dividend of HK17 cents per ordinary share and a special final dividend of HK7 cents per ordinary share for the year ended 31 December 2015.	906,255,024 shares (100.000000%)	0 shares (0.000000%)
3.	(i) To re-elect Mr. Wang Cong Xing as executive Director.	886,801,649 shares (97.853433%)	19,453,375 shares (2.146567%)
	(ii) To re-elect Mr. Hu Cheng Chu as executive Director.	834,261,643 shares (92.055947%)	71,993,381 shares (7.944053%)
	(iii) To re-elect Mr. Chen Tien Tui as independent non-executive Director — Removed	Not Applicable	
	(iv)		

Ordinary Resolutions		Number of votes (%)	
		For	Against
5.	To re-appoint KPMG as the Auditor for the year ending 31 December 2016 and to authorise the Board to fix their remuneration.	906,253,024 shares (99.999779%)	2,000 shares (0.000221%)
6.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 20% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of the relevant resolution.	834,698,643 shares (92.104269%)	71,555,381 shares (7.895731%)
7.	To grant a general and unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of the relevant resolution.	906,254,024 shares (99.999890%)	1,000 shares (0.000110%)
8.	Conditional upon resolutions 6 and 7 being passed, the general and unconditional mandate granted to the Directors to allot, issue and deal with additional shares in the Company pursuant to resolution 6 be extended by the addition thereto of an amount representing the aggregate nominal amount of the share capital of the Company repurchased by the Company under the authority granted pursuant to resolution 7.	835,244,312 shares (92.197137%)	70,688,712 shares (7.802863%)

As at the date of the AGM, the total issued share capital of the Company was HK\$120,876,804.10 divided into 1,208,768,041 ordinary shares of HK\$0.10 each (“**Shares**”) in the capital of the Company. The total number of Shares entitling the Shareholders to attend and vote for or against any of the Resolutions at the AGM was 1,208,768,041, representing 100% of the total issued share capital of the Company as at the date of the AGM. There was no restriction on any Shareholders to cast votes on any of the Resolutions at the AGM and there was no Share entitling the Shareholders to attend and vote only against any of the Resolutions at the AGM.

The Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the vote-taking.

In relation to Resolution 2 above, the final dividend and special final dividend will be paid in cash on or about 10 May 2016 to Shareholders whose names appear on the register of members of the Company on 27 April 2016.

CHANGE OF DIRECTOR

The Board announces that as Mr. Chen Tien Tui (“**Mr. Chen**”) did not offer himself for re-election at the AGM as he would like to focus his time and energy on his other business endeavors, he retired as independent non-executive Director upon the conclusion of the AGM. Mr. Chen also resigned from his roles as the chairman of the remuneration committee and a member of the nomination committee of the Company with effect from the conclusion of the AGM. Mr. Chen has confirmed that he has no disagreement with the Board and that there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders.

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

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board further announces that Mr. Lai Shixian has been appointed as the chairman of the remuneration committee and Mr. Nie Xing has been appointed as a member of the nomination committee in place of Mr. Chen with immediate effect.

By order of the Board
China Lilang Limited
Ko Yuk Lan

Hong Kong, 19 April 2016