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## **SHEN YOU HOLDINGS LIMITED**

**申酉控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8377)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 10 MAY 2019 AND RETIREMENT OF DIRECTORS**

Reference is made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of Shen You Holdings Limited (the “**Company**”) issued to the Shareholders both dated 29 March 2019. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF THE AGM**

At the AGM, all the proposed ordinary resolutions as set out in the AGM Notice were taken by poll and save for the resolutions relating to the re-election of Mr. Yu Miaogen as an executive Director and Mr. Shi Guixiang as a non-executive Director, all the proposed ordinary resolutions as set out in the AGM Notice were duly passed by the Shareholders.

As at the date of the AGM, the total number of Shares in issue was 800,000,000, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 17.47A of the GEM Listing Rules. No Shareholders were required under the GEM Listing Rules to abstain from voting on any of the resolutions proposed at the AGM. None of the Shareholders had indicated in the Circular that they intended to vote against or abstain from voting on any of the resolutions proposed at the AGM.

The branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

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

ORDINARY RESOLUTIONS		Number of votes (Approximate percentage of total number of votes cast)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the respective reports of the directors (the “ <b>Directors</b> ”) and the independent auditor of the Company for the year ended 31 December 2018.	600,089,200 (100%)	0 (0%)
2.	(a) (i) To re-elect Mr. Wong Kwok Wai, Albert as an executive Director;	600,089,200 (100%)	0 (0%)
	(ii) To re-elect Mr. Yu Miaogen as an executive Director;	19,200 (0.01%)	600,070,000 (99.99%)
	(iii) To re-elect Mr. Gao Biao as a non-executive Director;	600,089,200 (100%)	0 (0%)
	(iv) To re-elect Mr. Shi Guixiang as a non-executive Director;	19,200 (0.01%)	600,070,000 (99.99%)
	(v) To re-elect Dr. Yeung Ngai Man, John as an independent non-executive Director;	600,089,200 (100%)	0 (0%)
	(vi) To re-elect Mr. Sung Alfred Lee Ming as an independent non-executive Director; and	600,089,200 (100%)	0 (0%)
	(vii) To re-elect Mr. Zhang Guofu as an independent non-executive Director.	600,089,200 (100%)	0 (0%)
3.	To authorise the board of Directors (the “ <b>Board</b> ”) to fix the Directors’ remuneration.	600,089,200 (100%)	0 (0%)
4.	To re-appoint Ernst & Young as the independent auditor of the Company and to authorise the Board to fix its remuneration.	600,089,200 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company, not exceeding 10% of the total number of the issued shares of the Company as at the date of this resolution.*	600,089,200 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company, not exceeding 20% of the total number of issued shares of the Company as at the date of this resolution.*	600,089,200 (100%)	0 (0%)
7.	To extend the general mandate granted to the Directors to allot and issue additional shares in the capital of the Company by the aggregate number of the shares bought back by the Company.*	600,089,200 (100%)	0 (0%)

\* Please refer to the AGM Notice for the full text of the resolutions.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions numbered 1, 2(a)(i), 2(a)(iii), 2(a)(v), 2(a)(vi), 2(a)(vii), 3, 4, 5, 6, and 7, such resolutions were duly passed by the Shareholders at the AGM. As less than 50% of the votes were cast in favour of the ordinary resolutions numbered 2(a)(ii) and 2(a)(iv), such resolutions were not passed by the Shareholders at the AGM.

## **RETIREMENT OF DIRECTORS**

### **(a) Mr. Yu Miaogen (“Mr. Yu”)**

As the resolution for the re-election of Mr. Yu as an executive Director was not passed by the Shareholders at the AGM, Mr. Yu has duly retired from his appointment as an executive Director, effective from the conclusion of the AGM.

### **(b) Mr. Shi Guixiang (“Mr. Shi”)**

As the resolution for the re-election of Mr. Shi as a non-executive Director was not passed by the Shareholders of the AGM, Mr. Shi has duly retired from his appointment as a non-executive Director, effective from the conclusion of the AGM.

The Board is not aware of any disagreement with Mr. Yu or Mr. Shi or any matter relating to their retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange. The Board would like to express its sincere gratitude to Mr. Yu and Mr. Shi for their invaluable contribution to the Company during their tenure of services with the Company.

Mr. Wong Kwok Wai, Albert will be taking up duties and responsibilities of Mr. Yu upon his departure. The business operation of the Group is being supported by a team of senior management, which is in turn supported by staff with relevant expertise and experience. The Board believes that the business of the Group will not be affected by the departure of Mr. Yu.

By order of the Board  
**Shen You Holdings Limited**  
**Wong Kwok Wai, Albert**

*Chairman, chief executive officer and executive Director*

Hong Kong, 10 May 2019

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*As at the date of this announcement, the Board comprises one executive Director, namely, Mr. Wong Kwok Wai, Albert; one non-executive Director, namely, Mr. Gao Biao; and three independent non-executive Directors, namely, Dr. Yeung Ngai Man, John, Mr. Sung Alfred Lee Ming and Mr. Zhang Guofu.*

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