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CHINA-HONGKONG PHOTO PRODUCTS HOLDINGS LIMITED
中港照相器材集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1123)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 16 AUGUST 2019
AND
RETIREMENT OF DIRECTOR AND CHANGE IN COMPOSITION OF
BOARD COMMITTEES**

RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of China-Hongkong Photo Products Holdings Limited (the “Company”) held on 16 August 2019, all the proposed resolutions as set out in the notice of the AGM dated 18 July 2019 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and the reports of the Directors and auditors for the year ended 31 March 2019.	712,538,214 (99.99%)	50,000 (0.01%)
2(a).	To re-elect Mr. Sun Tao Hung Stanley as Executive Director.	712,538,214 (99.99%)	50,000 (0.01%)
2(b).	To re-elect Mr. Liu Hui Allan as Independent Non-executive Director.	712,538,214 (99.99%)	50,000 (0.01%)
2(c).	To re-elect Ms. Chan Wai Kwan Rita as Executive Director.	712,538,214 (99.99%)	50,000 (0.01%)
2(d).	To authorize the Board of Directors to appoint additional Directors not exceeding twenty.	712,418,214 (99.98%)	170,000 (0.02%)
2(e).	To authorize the Board of Directors to fix the respective Directors’ remuneration.	712,538,214 (99.99%)	50,000 (0.01%)
3.	To re-appoint PricewaterhouseCoopers as auditors and to authorize the Board of Directors to fix their remuneration.	712,538,214 (99.99%)	50,000 (0.01%)
4.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	712,538,214 (99.99%)	50,000 (0.01%)
5.	To give a general mandate to the Directors to issue, allot 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 passing of this resolution.	712,418,214 (99.98%)	170,000 (0.02%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	712,538,214 (99.99%)	50,000 (0.01%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 1,185,318,349 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 1,185,318,349 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 18 July 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that Mr. Au Man Chung Malcolm (“Mr. Au”) had retired as an Independent Non-executive Director of the Company and ceased to be the chairman and a member of Remuneration Committee and a member of each of Audit Committee and Nomination Committee of the Company with effect from the conclusion of the AGM on 16 August 2019.

Mr. Au has confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to thank Mr. Au for his valuable contribution to the Company and the Board during his term of services.

The Board further announces that Dr. Wong Chi Yun Allan has been appointed as the chairman of Remuneration Committee in place of Mr. Au with effect from the conclusion of the AGM on 16 August 2019.

By Order of the Board
China-Hongkong Photo Products Holdings Limited
Sun Tai Lun Dennis
Chairman

Hong Kong, 16 August 2019

As at the date of this announcement, the directors of the Company are:

Executive Directors:

Dr. SUN Tai Lun, Dennis (*Chairman*)

Mr. SUN Tao Hung, Stanley (*Deputy Chairman and Chief Executive Officer*)

Mr. SUN Tao Hsi, Ryan

Ms. CHAN Wai Kwan, Rita

Non-executive Director:

Mr. FUNG Yue Chun, Stephen

Independent Non-executive Directors:

Mr. LI Ka Fai, David

Mr. LIU Hui, Allan

Dr. WONG Chi Yun, Allan