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Mingfa Group (International) Company Limited

明發集團(國際)有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 00846)

(1) POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 6 MARCH 2019

(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND

(3) CHANGE OF AUDITOR

POLL RESULTS OF ANNUAL GENERAL MEETING

At the annual general meeting of Mingfa Group (International) Company Limited (the “**Company**”) held on 6 March 2019 (the “**AGM**”), a poll was required for voting on all the resolutions as set out in the notice of the AGM dated 1 February 2019. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued shares of the Company was 6,093,451,026 shares, which was the total number of shares in the Company entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote for or against the resolutions at the AGM.

There were no restrictions on any Shareholders casting votes in any of the resolutions at the AGM and no Shareholders were required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited to abstain from voting on any of the resolutions proposed at the AGM.

Shareholders representing 2,927,240,980 shares of the Company were present, in person or by proxy or corporate representative, at the AGM.

The board of directors of the Company (the “**Board**”) is pleased to announce that all of the proposed ordinary resolutions were duly passed at the AGM. The poll results in respect of the resolutions were as follows:

	Ordinary resolution	Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	To receive and approve the audited consolidated financial statements together with the directors’ report and the independent auditor’s report of the Company for the year ended 31 December 2015.	2,886,663,000 (98.622743%)	40,311,980 (1.377257%)	2,926,974,980
2.	(a) To re-elect Mr. Wong Wun Ming as executive director of the Company and to authorize the board of directors of the Company to fix his director’s remuneration.	2,926,843,980 (99.986438%)	397,000 (0.013562%)	2,927,240,980
	(b) To re-elect Mr. Huang Qingzhu as executive director of the Company and to authorize the board of directors of the Company to fix his director’s remuneration.	2,909,769,617 (99.403146%)	17,471,363 (0.596854%)	2,927,240,980
	(c) To re-elect Mr. Huang Lianchun as executive director of the Company and to authorize the board of directors of the Company to fix his director’s remuneration.	2,891,615,550 (98.782969%)	35,625,430 (1.217031%)	2,927,240,980
	(d) To re-elect Mr. Huang Li Shui as executive director of the Company and to authorize the board of directors of the Company to fix his director’s remuneration.	2,891,615,550 (98.782969%)	35,625,430 (1.217031%)	2,927,240,980

	Ordinary resolution	Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
	(e) To re-elect Mr. Lau Kin Hon as independent non-executive director of the Company and to authorize the board of directors of the Company to fix his director's remuneration.	2,887,197,000 (98.632023%)	40,043,980 (1.367977%)	2,927,240,980
	(f) To re-elect Mr. Chu Kin Wang Peleus as independent non-executive director of the Company and to authorize the board of directors of the Company to fix his director's remuneration.	2,909,054,913 (99.378730%)	18,186,067 (0.621270%)	2,927,240,980
	(g) To re-elect Dr. Lam, Lee G. as independent non-executive director of the Company and to authorize the board of directors of the Company to fix his director's remuneration.	2,908,689,913 (99.366261%)	18,551,067 (0.633739%)	2,927,240,980
3.	To appoint BDO Limited as auditor of the Company and to authorize the board of directors of the Company to fix its remuneration.	2,926,850,980 (99.986677%)	390,000 (0.013323%)	2,927,240,980

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the circular of the Company dated 1 February 2019 (the “Circular”). The Board announces that Dr. Wong Tin Yau Kelvin *J.P.* (“Dr. Wong”), an independent non-executive director of the Company (the “INED”), retired as an INED and ceased to be the member of the Audit Committee of the Board with effect from the conclusion of the AGM. Dr. Wong has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders and The Stock Exchange of Hong Kong Limited. The Board would like to take this opportunity to express its appreciation and gratitude to Dr. Wong for his valuable contribution and services to the Company.

CHANGE OF AUDITOR

Reference is made to the announcement of the Company dated 28 January 2019 and the Circular. Following the passing of resolution no. 3 at the AGM, PricewaterhouseCoopers has retired as auditor of the Company and BDO Limited has been appointed as auditor of the Company with effect from the conclusion of the AGM.

By order of the Board
Mingfa Group (International) Company Limited
WONG WUN MING
Chairman and Executive Director

Hong Kong, 6 March 2019

As at the date of this announcement, the Board comprises:

*Executive Directors: Mr. Wong Wun Ming, Mr. Huang Qingzhu,
Mr. Huang Lianchun and Mr. Huang Li Shui*

*Independent Non- Executive Directors: Mr. Lau Kin Hon, Mr. Chu Kin Wang Peleus and
Dr. Lam, Lee G.*