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GROUND INTERNATIONAL DEVELOPMENT LIMITED

廣澤國際發展有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 989)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 27 MAY 2019

The Board is pleased to announce that the Resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the SGM held on 27 May 2019.

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of Ground International Development Limited (the “**Company**”) dated 3 May 2019. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

At the SGM held on 27 May 2019, the voting on the proposed resolutions as set out in the Notice were taken by poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

The Board is pleased to announce that the proposed resolutions as set out in the Notice (each a “**Resolution**” and collectively, the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the SGM. The poll results of the Resolutions are as follows:

Special Resolution		Number of Shares represented by votes (approximate %)	
		For	Against
(1)	“THAT Ernst & Young be and is hereby removed as auditors of the Company pursuant to the bye-law 152(3) of the bye-laws of the Company with immediate effect.”	3,861,154,680 (99.99)	4,000 (0.01)
Ordinary Resolutions		Number of Shares represented by votes (approximate %)	
(2)	“THAT conditional upon the passing of the special resolution (1) above, Mazars CPA Limited be and is hereby appointed as auditors of the Company pursuant to the bye-law 152(3) of the bye-laws of the Company with immediate effect and to hold office until the conclusion of the next annual general meeting of the Company, and the board of directors of the Company be and is hereby authorised to fix their remuneration.”	3,861,080,980 (99.99)	77,700 (0.01)
(3)	“THAT Mr. Tsang Hung Kei be and is hereby re-elected as an independent non-executive director of the Company and the board of directors of the Company be and is hereby authorised to fix his remuneration as a director.”	3,861,046,435 (99.99)	112,245 (0.01)

Notes:

1. The full text of the Resolutions proposed at the SGM was set out in the Notice.
2. As more than three-fourths of the votes were cast in favour of the Resolution no. 1, the Resolution no.1 was duly passed as a special resolution of the Company.
3. As more than 50% of the votes were cast in favour of each of the Resolutions nos. 2 and 3, each of the Resolutions nos. 2 and 3 was duly passed as an ordinary resolution of the Company.

As at the date of the SGM, the Company has 5,273,400,867 Shares in issue, which was also the total number of Shares entitling the holders to attend and vote on the Resolutions at the SGM. There were no Shares entitling the holders to attend and abstain from voting in favour at the SGM as set out in Rule 13.40 of the Listing Rules, and no Shareholder was required under the Listing Rules to abstain from voting. No person had indicated in the Circular of his/her intention to vote against or to abstain from voting on the Resolutions at the SGM.

By order of the Board
Ground International Development Limited
Cui Xintong
Chairperson

Hong Kong, 27 May 2019

As at the date of this announcement, the executive Directors are Ms. Cui Xintong and Ms. Liu Hongjian; the non-executive Director is Mr. Cong Peifeng; and the independent non-executive Directors are Mr. Tsang Hung Kei, Mr. Zhu Zuoan and Mr. Wang Xiaochu.