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# La Chapelle

新疆拉夏貝爾服飾股份有限公司

**Xinjiang La Chapelle Fashion Co., Ltd.**

*(formerly known as “Shanghai La Chapelle Fashion Co., Ltd.*

*上海拉夏貝爾服飾股份有限公司”)*

*(a joint stock company incorporated in the People’s Republic of China with limited liability)*

**(Stock code: 06116)**

## **VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 8 DECEMBER 2020**

References are made to (i) the circular for the 2020 fifth extraordinary general meeting (“**EGM**”) of Xinjiang La Chapelle Fashion Co., Ltd. (the “**Company**”) dated 26 October 2020 (the “**Original Circular**”), (ii) the notice of the EGM dated 26 October 2020, (iii) the announcement of the Company dated 9 November 2020 in respect of the postponement of the EGM and the extension of the book closure period, (iv) the announcement of the Company dated 23 November 2020 in relation to the proposed change of auditor of the Company, (v) the announcement of the Company dated 23 November 2020 in relation to the additional resolutions to be proposed at the EGM, (vi) the supplemental circular dated 23 November 2020 to the Original Circular in relation to the proposed change of auditor of the Company (the “**Supplemental Circular**”), (vii) the supplemental notice of the EGM dated 23 November 2020, and (viii) the announcement dated 3 December 2020 in relation to withdrawal of ordinary resolution No.1 of the EGM. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Original Circular and the Supplemental Circular.

The EGM was held at 2:00 p.m. on 8 December 2020 (Tuesday) at 3/F, the Conference Centre, Building 3 (Tower C), No. 50, Lane 2700, South Lianhua Road, Minhang District, Shanghai, the PRC. The EGM was convened in accordance with the Company Law of the PRC and the Articles of Association.

The EGM was convened by the Board and presided over by Mr. Duan Xuefeng, the chairman of the Board. Seven out of the seven Directors attended the EGM, and Ms. Zhang Yujing, Mr. Xing Jiangze, Ms. Xiao Yanming and Mr. Zhu Xiaozhe attended the EGM by video conference. All three supervisors attended the EGM. Amongst others, Mr. Hu Zhiguo, the chief financial officer of the Company, and the scrutineering attorneys also attended the EGM.

## (I) VOTING RESULTS OF THE EGM

As at the date of the EGM, the total number of issued Shares is 547,671,642 Shares (comprising 214,789,800 H Shares and 332,881,842 A Shares), all of which entitled the holders to attend and vote on the resolutions put forward at the EGM (the “**EGM Resolutions**”) except for the total of 3,573,200 A Shares that have been repurchased which do not carry any voting rights according to provisions of the Implementation Rules of the Shanghai Stock Exchange for the Repurchase of Shares by Listed Companies\* (《上海證券交易所上市公司回購股份實施細則》).

No Shareholder was required to abstain from voting on the EGM Resolutions. No Shareholder who was entitled to attend the EGM had to abstain from voting in favour of the EGM Resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules. None of the Shareholders indicated his/her/its intention in the Circulars to vote against or to abstain from voting on the EGM Resolutions at the EGM.

Shareholders holding an aggregate of 188,872,756 Shares with voting rights of the Company, representing approximately 34.71 % of the total Shares with voting rights of the Company, attended the EGM either in person or by proxy. The EGM Resolutions were put to vote by way of poll.

<b>Total number of Shareholders and proxies who attended the EGM</b>	<b>16</b>
Of which:	
Number of A Shareholders	16
Number of H Shareholders	0
<b>Total number of Shares carrying voting rights held by Shareholders</b>	<b>188,872,756</b>
Of which:	
Total number of Shares held by A Shareholders	188,872,756
Total number of Shares held by H Shareholders	0
<b>Percentage of the total number of Shares carrying voting rights held by Shareholders (%)</b>	<b>34.71%</b>
Of which:	
Percentage of Shares held by A Shareholders relative to the total number of Shares (%)	34.71%
Percentage of Shares held by H Shareholders relative to the total number of Shares (%)	0

*Note:* Shareholders who attended the EGM included Shareholders who attended the on-site meeting and A Shareholders who attended the EGM through online voting.

The poll results in respect of the EGM Resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS	CATEGORY OF SHAREHOLDERS	NO. OF SHARES VOTED (%)		
		FOR	AGAINST	ABSTAIN
1. To consider and approve the resolution in relation to the Disposal of the 100% Equity Interests of Taicang Xiawei Storage Co., Ltd. and property	/			
<i>The resolution was withdrawn by the Company. Please refer to the announcement of the Company dated 3 December 2020 for details.</i>				
2. To consider and approve the resolution in relation to the removal of Ernst & Young Hua Ming LLP as auditors of the Company	A Shareholders	188,631,456 99.8722%	241,300 0.1278%	0 0.0000%
	H Shareholders	0 0.0000%	0 0.0000%	0 0.0000%
	<b>Total</b>	188,631,456 99.8722%	241,300 0.1278%	0 0.0000%
3. Conditional upon the passing ordinary resolution (2) above, to consider and approve the resolution in relation to the appointment of Da Hua Certified Public Accountants (Special General Partnership) as auditors of the Company	A Shareholders	188,631,456 99.8722%	241,300 0.1278%	0 0.0000%
	H Shareholders	0 0.0000%	0 0.0000%	0 0.0000%
	<b>Total</b>	188,631,456 99.8722%	241,300 0.1278%	0 0.0000%

Pursuant to the relevant laws and regulations of the PRC, the Company announces the poll results of holders of A Shares who individually or in aggregate hold less than 5% of the shares of the Company in respect of Resolutions No. 2 and No. 3 proposed at the EGM as follows:

ORDINARY RESOLUTIONS	NO. OF SHARES VOTED (%)		
	FOR	AGAINST	ABSTAIN
2. To consider and approve the resolution in relation to the removal of Ernst & Young Hua Ming LLP as auditors of the Company	1,552,641 86.5491%	241,300 13.4509%	0 0.0000%
3. Conditional upon the passing ordinary resolution (2) above, to consider and approve the resolution in relation to the appointment of Da Hua Certified Public Accountants (Special General Partnership) as auditors of the Company	1,552,641 86.5491%	241,300 13.4509%	0 0.0000%

As more than 50% of the votes were cast in favour of the above ordinary resolutions, the above resolutions were duly passed by the Shareholders.

## SCRUTINISING VOTES AND WITNESSING BY LAWYERS

On-site poll and online voting (for A Shares only) methods were adopted at the EGM. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar in Hong Kong, two Shareholder representatives, one supervisor of the Company and two representatives from Grandall Law Firm (Shanghai) were appointed as scrutineers and were responsible for the counting of the votes at the EGM.

Mr. Zhang Xiaolong and Mr. Cai Cheng of Grandall Law Firm (Shanghai) witnessed the EGM, following which, Grandall Law Firm (Shanghai) issued a legal opinion certifying that the convening and procedures of the EGM were in compliance with the relevant PRC laws, regulations and administrative documents as well as the Articles of Association; the qualifications of the attendees and the chairman of each of the EGM were lawful and valid; the voting procedures for the EGM were in compliance with the relevant laws, regulations and administrative documents as well as the Articles of Association; and the poll results are lawful and valid.

By Order of the Board  
**Xinjiang La Chapelle Fashion Co., Ltd.**  
**Mr. Duan Xuefeng**  
*Chairman*

Shanghai, the PRC, 8 December 2020

*As of the date of this announcement, the executive director of the Company is Ms. Zhang Danling; the non-executive directors of the Company are Mr. Duan Xuefeng, Mr. Yin Xinzai and Ms. Zhang Yujing; the independent non-executive directors of the Company are Mr. Xing Jiangze, Ms. Xiao Yanming and Mr. Zhu Xiaozhe.*

\* *For identification purpose only.*