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XINGHUA PORT HOLDINGS LTD.
興華港口控股有限公司*

(Incorporated in the Republic of Singapore with limited liability)

(Stock Code: 01990)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 28 MAY 2019,
RETIREMENT OF A NON-EXECUTIVE DIRECTOR AND
PAYMENT OF FINAL DIVIDEND**

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2019 AGM.

The board of directors (the “**Directors**” and the “**Board**”, respectively) of Xinghua Port Holdings Ltd. (the “**Company**”) is pleased to announce that all the proposed ordinary resolutions as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 25 April 2019 (the “**AGM Notice**” and the “**Proposed Resolutions**”, respectively) were duly passed by the holders of the Company’s ordinary shares (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the AGM held on Tuesday, 28 May 2019 (the “**2019 AGM**”).

As at the date of the 2019 AGM, there were 814,412,028 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2019 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the 2019 AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

None of the Shareholders was required under the Listing Rules to abstain from voting on the Proposed Resolutions at the 2019 AGM. None of the Shareholders has stated in the Company’s circular dated 25 April 2019 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2019 AGM.

Boardroom Share Registrars (HK) Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the 2019 AGM.

** for identification purpose only*

The poll results in respect of all the Proposed Resolutions put to the vote of the 2019 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (Approximate %) ^(Note 1)	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and its subsidiaries and the Directors' statement and the report of the independent auditor of the Company for the year ended 31 December 2018.	596,048,347 (100.00%)	Nil (0.00%)
2.	To approve the payment of a final dividend of HK4.5 cents per Share for the year ended 31 December 2018.	596,048,347 (100.00%)	Nil (0.00%)
3.	(a) To re-elect Mr. Patrick Ng Bee Soon as an executive Director.	594,485,848 (99.74%)	1,562,499 (0.26%)
	(b) To re-elect Mr. Tan Chian Khong as an independent non-executive Director.	596,048,347 (100.00%)	Nil (0.00%)
4.	To authorise the Board to fix the remuneration of the Directors for the year ending 31 December 2019.	594,485,848 (100.00%)	Nil (0.00%)
5.	To re-appoint Ernst & Young LLP as the independent auditor of the Company and authorise the Board to fix its remuneration.	594,814,647 (100.00%)	Nil (0.00%)
6.	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of the issued Shares as at the date of passing this resolution. ^(Note 2)	591,944,273 (99.52%)	2,870,374 (0.48%)
7.	To grant a general and unconditional mandate to the Directors to repurchase Shares not exceeding 10% of the total number of the issued Shares as at the date of passing this resolution. ^(Note 2)	594,485,848 (99.74%)	1,562,499 (0.26%)
8.	Conditional upon the passing of resolutions numbered 6 and 7 above, to extend the general and unconditional mandate granted by resolution numbered 6 by adding thereto the total number of the Shares repurchased by the Company pursuant to the general and unconditional mandate granted by resolution numbered 7. ^(Note 2)	593,506,772 (99.78%)	1,307,875 (0.22%)

As more than 50% of the votes were cast in favour of each of the above Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

Notes:

1. The number of votes and the approximate percentage of the total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2019 AGM in person, by authorised representative or by proxy.
2. For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

RETIREMENT OF A NON-EXECUTIVE DIRECTOR

Reference was made to the Circular dated 25 April 2019. Mr. Alan Chan Hong Joo (“**Mr. Chan**”), a non-executive Director, is one of the other retiring directors who retire by rotation at the 2019 AGM. Mr. Chan, though being eligible, did not seek re-election at the 2019 AGM due to his own decision to devote more time to his other businesses. Following the conclusion of the 2019 AGM, Mr. Chan retired from the Board as a non-executive Director of the Company.

Mr. Chan has confirmed that he has no disagreement with the Board, and that he is not aware of any matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to extend its deepest appreciation to Mr. Chan who had been with the Group since the Group’s beginning in 1994. The Board thanked him for his great support and valuable advice from his capacity as a director and a shareholder of the Company.

FINAL DIVIDEND PAYMENT

The proposal for the payment of the 2018 final dividend of HK4.5 cents per Share for the year ended 31 December 2018 (the “**Final Dividend**”) has been approved by the Shareholders at the AGM.

The Company is a Singapore tax resident company and accordingly, under the current Singapore’s one-tier corporate tax system, the dividends distributed by the Company will be exempted from Singapore income tax in the hands of the Shareholders, regardless of whether the Shareholder is (i) a company or an individual and (ii) a Singapore tax resident or not.

Save as disclosed, the Company is not aware of any other relief on taxation available to the Shareholders by reason of their holding of the Shares.

The register of members of the Company (the “**Register of Members**”) will be closed from Tuesday, 4 June 2019 to Thursday, 6 June 2019 (both dates inclusive), during which period no share transfers will be registered. The relevant cheques for the Final Dividend will be posted by ordinary mail on Thursday, 8 August 2019 to those Shareholders whose names appear on the Register of Members on Thursday, 6 June 2019. In order to qualify for the Final Dividend, non-registered Shareholders must lodge all transfer documents accompanied by the relevant share certificates with the Company’s Hong Kong Share Registrar, Boardroom Share Registrars (HK) Limited, at Room 2103B, 21/F., 148 Electric Road, North Point, Hong Kong no later than 4:30 p.m. on Monday, 3 June 2019.

For and on behalf of
Xinghua Port Holdings Ltd.
Patrick Ng Bee Soon
Chairman and Executive Director

Singapore, 28 May 2019

As at the date of this announcement, the executive Directors are Mr. Patrick Ng Bee Soon (Chairman), Mr. Kor Tor Khoon (Chief Executive Officer) and Ms. Jane Kimberly Ng Bee Kiok; the non-executive Director is Mr. Lee Cheong Seng; and the independent non-executive Directors are Mr. Tan Chian Khong, Mr. Soh Ee Beng and Mr. Ting Yian Ann.