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**Jinmao Hotel**

**金茂酒店**

*(As constituted pursuant to a deed of trust on 13 June 2014 under the laws of Hong Kong,  
the trustee of which is Jinmao (China) Investments Manager Limited)*

**and**

**Jinmao (China) Hotel Investments and Management Limited**

**金茂(中國)酒店投資管理有限公司**

*(Registered in the Cayman Islands with limited liability)*

**(Stock code: 06139)**

**ANNOUNCEMENT IN RESPECT OF  
POLL RESULTS OF 2019 ANNUAL GENERAL MEETING OF  
HOLDERS OF SHARE STAPLED UNITS  
AND CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

**POLL RESULTS OF 2019 ANNUAL GENERAL MEETING**

At the annual general meeting of unitholders of Jinmao Hotel (the “**Trust**”) and shareholders of Jinmao (China) Hotel Investments and Management Limited (the “**Company**”), as convened by Jinmao (China) Investments Manager Limited (the “**Trustee-Manager**”, in its capacity as the trustee-manager of the Trust) and the Company, held on a combined basis as a single meeting characterised as the annual general meeting of holders of share stapled units jointly issued by the Trust and the Company (the “**Share Stapled Units**”) on Tuesday, 9 June 2020 at Lounge, Mezzanine Floor, Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong (the “**AGM**”), all the proposed resolutions as set out in the notice of the AGM dated 11 May 2020 were voted on by poll.

As at the date of the AGM, the number of Share Stapled Units jointly issued by the Trust and the Company was 2,000,000,000, which was the total number of Share Stapled Units entitling the holders of Share Stapled Units to attend and vote for or against all resolutions at the AGM. No holders of Share Stapled Units were subject to any restrictions in exercising their votes on any of the proposed resolutions at the AGM.

The poll at the AGM was scrutinised by the Share Stapled Units registrar, Computershare Hong Kong Investor Services Limited. All the resolutions proposed at the AGM were approved by the holders of Share Stapled Units and the poll results were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES CAST AND PERCENTAGE (%)	
		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Trust and the Company together with its subsidiaries for the year ended 31 December 2019, and the audited financial statements of the Trustee-Manager for the year ended 31 December 2019, together with the reports of the directors and the independent auditor.	1,593,982,022 (100.000000%)	0 (0.000000%)
2.	To declare a final distribution in respect of the Share Stapled Units jointly issued by the Trust and the Company of HK15.43 cents per Share Stapled Unit for the year ended 31 December 2019.	1,593,982,022 (100.000000%)	0 (0.000000%)
3(a).	To re-elect Mr. JIANG Nan as a non-executive director of the Trustee-Manager and the Company.	1,593,965,022 (99.998933%)	17,000 (0.001067%)
3(b).	To re-elect Dr. XIN Tao as an independent non-executive director of the Trustee-Manager and the Company.	1,593,982,022 (100.000000%)	0 (0.000000%)
3(c).	To approve the appointment of Mr. TSE Yung Hoi as an independent non-executive director of the Trustee-Manager and the Company.	1,593,845,022 (99.991405%)	137,000 (0.008595%)
4.	To authorise the directors of the Trustee-Manager and the Company to fix their remuneration.	1,593,982,022 (100.000000%)	0 (0.000000%)
5.	To re-appoint Messrs. Ernst and Young as auditors of the Trust, the Company and the Trustee-Manager, and authorise the directors of the Trustee-Manager and the Company to fix the auditors' remuneration.	1,593,982,021 (100.000000%)	1 (0.000000%)
6.	To grant a general mandate to the directors of the Trustee-Manager and the Company to issue, allot and deal with additional Share Stapled Units not exceeding 20% of the total number of Share Stapled Units in issue as at the date of passing this resolution.	1,579,177,021 (99.071194%)	14,805,001 (0.928806%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.			

## CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the Trustee-Manager's and the Company's announcement and circular dated 29 April 2020 and 11 May 2020, respectively.

Dr. CHUNG Shui Ming Timpson (“**Dr. CHUNG**”), an independent non-executive director, has retired from the boards of directors of the Company and the Trustee-Manager (the “**Boards**”) with effect from the conclusion of the AGM. Following his retirement, Dr. CHUNG ceased to be the chairman of the Company's Remuneration and Nomination Committee and the chairman of the Company's Independent Board Committee.

The appointment of Mr. TSE Yung Hoi (“**Mr. TSE**”) as an independent non-executive director of the Company and the Trustee-Manager was approved at the AGM, with effect from the conclusion of the AGM. The Boards hereby also announce that Mr. TSE has been appointed as the chairman of the Company's Remuneration and Nomination Committee and the chairman of the Company's Independent Board Committee.

Please refer to the Trustee-Manager's and the Company's announcement and circular dated 29 April 2020 and 11 May 2020, respectively, for the profile of Mr. TSE (“**Mr. TSE's Profile**”).

With effect from 1 June 2020, Mr. TSE has resigned as an independent non-executive director of Guoan International Limited (stock code: 0143).

Save as disclosed above, Mr. TSE's Profile remains accurate as at the date of this announcement, and there are no other changes to Mr. TSE's Profile which must be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. There are no other matters that need to be brought to the attention of the holders of Share Stapled Units in relation to Mr. TSE's appointment.

The Boards would like to welcome Mr. TSE on his appointment and express their gratitude to Dr. CHUNG for his contributions during his term of service.

By Order of the Boards  
**Jinmao (China) Investments Manager Limited**  
and  
**Jinmao (China) Hotel Investments and  
Management Limited**  
**LI Congrui**  
*Chairman*

Hong Kong, 9 June 2020

*As at the date of this announcement, the directors of the Trustee-Manager and the Company are Mr. LI Congrui (Chairman), Mr. ZHANG Hui and Mr. JIANG Nan as non-executive directors; Mr. TANG Yong as executive director and Chief Executive Officer; and Dr. CHEN Jieping, Dr. XIN Tao and Mr. TSE Yung Hoi as independent non-executive directors.*