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Hailan Holdings Limited

海藍控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 2278)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 4 JUNE 2021 AND CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of Hailan Holdings Limited (the “Company”) held on 4 June 2021, all the proposed resolutions as set out in the notice of the AGM dated 27 April 2021 were duly passed by the Shareholders by way of poll. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 27 April 2021 (the “Circular”).

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditor of the Company for the year ended 31 December 2020.	225,000,000 (100)%	0 (0)%
2.	(a) To re-elect Ms. Zhou Li as an executive Director.	225,000,000 (100)%	0 (0)%
	(b) To re-elect Dr. Zhao Guoqing as an independent non-executive Director.	225,000,000 (100)%	0 (0)%
	(c) To appoint Prof. Fan Conglai as an independent non-executive Director.	225,000,000 (100)%	0 (0)%
	(d) To authorise the Board to fix the remuneration of the Directors.	225,000,000 (100)%	0 (0)%

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To re-appoint Mazars CPA Limited as auditor of the Company and to authorize the Board to fix its remuneration.	225,000,000 (100)%	0 (0)%
4.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing of this resolution.	225,000,000 (100)%	0 (0)%
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing of this resolution.	225,000,000 (100)%	0 (0)%
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares in the capital of the Company under the ordinary resolution no. 4 by the aggregate number of the Shares repurchased by the Company pursuant to the ordinary resolution no. 5.	225,000,000 (100)%	0 (0)%

Notes:

- (a) As at the date of the AGM, the total number of Shares in issue was 300,000,000 Shares, being the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM.
- (b) There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.
- (c) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (d) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (e) The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (f) Please refer to the notice of the AGM dated 27 April 2021 for the full text of the above resolutions.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6, all such resolutions were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Deng Shaochao (“**Mr. Deng**”) had retired from office as an independent non-executive Director at the AGM in accordance with Article 112 of the Articles of Association and did not offer himself for re-election.

Mr. Deng has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the Shareholders in relation to his retirement.

The Board would like to take this opportunity to express its gratitude to Mr. Deng for his valuable contribution and support during his tenure.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that on 4 June 2021, Prof. Fan Conglai (范從來) (“**Prof. Fan**”) has been appointed as an independent non-executive Director, a member of the audit committee, the nomination committee and the remuneration committee of the Company with effect from 4 June 2021.

Prof. Fan, aged 58, obtained a doctorate degree in Economics from Nanjing University in May 2000, and was awarded Changjiang distinguished professorship by the Ministry of Education in 2006. Prof. Fan has extensive experience in teaching and researching monetary finance, corporate finance and capital markets. Prof. Fan has been the head of the economics department of Nanjing University Business School from September 1995 to April 2002, associate dean of Nanjing University Business School from February 2002 to December 2004, the secretary of the Communist Party Committee of Nanjing University Business School from December 2004 to September 2007, the head of the subject department of Nanjing University since July 2008, the dean of Nanjing University School of Economics from November 2010 to July 2011, an executive associate dean of Nanjing University Business School from July 2011 to December 2014, assistant principal of Nanjing University from October 2014 to March 2019, and director of the Yangtze River Delta Economic and Social Development Research Center, Nanjing University since March 2019. Prof. Fan has been an independent director of Bank of Suzhou (蘇州銀行股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002966) since April 2020.

Prof. Fan has met the independence guidelines set out in Rule 3.13 of the Listing Rules. Save as disclosed above, Prof. Fan does not hold any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, any other positions with the Company and other members of the Group, or any major appointments and professional qualifications. Prof. Fan does not have any relationship with any Directors, senior management of the Company, substantial Shareholders or controlling Shareholders and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, Prof. Fan has confirmed that there is no other information required to be brought to the attention of the Shareholders and the Company or to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules in relation to his appointment as an independent non-executive Director.

Prof. Fan has entered into a letter of appointment with the Company for a term of service of three years commencing from 4 June 2021, subject to retirement by rotation and re-election in accordance with Article 108 of the Articles of Association. Prof. Fan is entitled to a director fee of RMB200,000 per annum, which was determined by the Board with reference to his duties and responsibilities as well as the fees payable to the other independent non-executive Directors, and other benefits as may be determined by and at the sole discretion of the Board upon the recommendation of the remuneration committee of the Company from time to time.

The Board would also like to take this opportunity to express its warmest welcome to Prof. Fan for joining the Board.

By order of the Board
Hailan Holdings Limited
Chairperson
Zhou Li

The PRC, 4 June 2021

As at the date of this announcement, the executive Directors are Ms. Zhou Li, Ms. Fan Wenyi, and Mr. Chen Xiang; and the independent non-executive Directors are Mr. Li Yong, Dr. Zhao Guoqing and Prof. Fan Conglai.