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CHINA GREEN (HOLDINGS) LIMITED

中國綠色食品（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 904)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 19 NOVEMBER 2021;**
- (2) RETIREMENT OF DIRECTOR;**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR; AND**
- (4) CHANGE OF MEMBERS OF BOARD COMMITTEES**

The Board announces that:

1. all resolutions proposed at the AGM held on 19 November 2021 were duly passed by the Shareholders as ordinary resolutions by way of poll;
2. Mr. Wei Xiongwen retired as the independent non-executive Director upon the conclusion of the AGM;
3. Mr. Wei Xiongwen ceased to be a member of each of the Audit Committee, Remuneration Committee, Nomination Committee and Corporate Governance Committee following his retirement; and
4. Mr. Muk Hung Fei has been appointed as an independent non-executive Director and a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Corporate Governance Committee with effect from 19 November 2021.

POLL RESULTS OF AGM

Reference is made to the circular of China Green (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 19 October 2021 setting out, inter alia, the notice of annual general meeting (the “**AGM**”) of the Company held on 19 November 2021 (the “**Notice of AGM**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all resolutions proposed at the AGM, as set out in the Notice of AGM, were duly passed by the shareholders of the Company (the “**Shareholders**”) as ordinary resolutions by way of poll.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed and acted as the scrutineer for the purpose of vote-taking at the AGM.

The poll results of the AGM are as follow:

Ordinary Resolutions*		Number of Shares Voted (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the year ended 30 April 2021.	44,845,242 (100%)	0 (0%)
2.	(a) To re-elect Mr. Wang Jinhua as a Director.	44,845,242 (100%)	0 (0%)
	(b) To re-elect Mr. Tong Shun Luen Philip as a Director.	44,845,242 (100%)	0 (0%)
	(c) To re-elect Ms. Chen Xiaodan as a Director.	44,845,242 (100%)	0 (0%)
	(d) To authorize the Board to fix the Directors’ remuneration.	44,845,242 (100%)	0 (0%)
3.	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorize the Board to fix their remuneration.	44,845,242 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to issue, allot and deal with the Company’s shares.	44,845,242 (100%)	0 (0%)

Ordinary Resolutions*		Number of Shares Voted (%)	
		For	Against
5.	To grant a general mandate to the Directors to repurchase the Company's shares.	44,845,242 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with the Company's shares by an amount not exceeding the amount of the Company's shares repurchased by the Company.	44,845,242 (100%)	0 (0%)

* Full text of the above resolutions was set out in the Notice of AGM.

As all of the votes were cast in favour of each of the above resolutions, all resolutions proposed at the AGM were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of issued shares of the Company was 438,190,044 shares, which was the total number of shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM.

RETIREMENT OF DIRECTOR

As disclosed in the announcement of the Company dated 18 October 2021 relating to, among others, the retirement of Director, Mr. Wei Xiongwen ("**Mr. Wei**") did not offer himself for re-election at the AGM. Mr. Wei retired from office as an independent non-executive Director upon conclusion of the AGM. He also ceased to be a member of each of the audit committee (the "**Audit Committee**"), remuneration committee (the "**Remuneration Committee**"), nomination committee (the "**Nomination Committee**") and corporate governance committee (the "**Corporate Governance Committee**") of the Company following his retirement.

Mr. Wei confirmed that there is neither any disagreement with the Board nor any matters that should be brought to the attention of the holders of the securities of the Company and The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") relating to his retirement.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF MEMBERS OF BOARD COMMITTEES

The Board is also pleased to announce that Mr. Muk Hung Fei ("**Mr. Muk**") has been appointed as an independent non-executive Director and a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Corporate Governance Committee with effect from 19 November 2021.

The biographical details of Mr. Muk are set out below:

Mr. Muk Hung Fei (穆雄飛)

Mr. Muk, aged 35, obtained a degree of bachelor of science in actuarial science with first class honours from The Hong Kong Polytechnic University in 2012. He served senior management position in several corporations in the Mainland China and Hong Kong and has years of experience in corporate management and financial management. Mr. Muk also has extensive experience in project investment in sectors including but not limited to real estates, agricultural and internet. Mr. Muk did not hold any directorships in other listed company in the past three years.

Mr. Muk has entered into an appointment letter with the Company on 19 November 2021 for an initial term of two years commencing from 19 November 2021, which is automatically renewable for successive term of two years upon the expiry of the said term. He is subject to retirement and re-election at the next following general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election at least once in every three years in accordance with the bye-laws of the Company. The appointment of Mr. Muk as an independent non-executive Director can be terminated by the Company or Mr. Muk with one month's notice in writing. Mr. Muk is entitled to an annual emolument of HK\$120,000, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation from the Remuneration Committee.

As of the date of this announcement, Mr. Muk (i) does not have any other major appointments and professional qualifications; (ii) does not hold any other position with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; and (iv) does not have, and is not deemed to have, any interests and short positions in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Save as disclosed above, the Company is not aware of any matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Muk and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend its appreciation to Mr. Wei for his valuable contributions during his tenure of office in the Company and welcome to Mr. Muk for joining the Board.

By Order of the Board
China Green (Holdings) Limited
Sun Shao Feng
Chairman

Hong Kong, 19 November 2021

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Sun Shao Feng (Chairman and Chief Executive Officer), Mr. Wang Jinhua and Mr. Tong Shun Luen Philip, one non-executive Director, namely Ms. Chen Xiaodan, and three independent non-executive Directors, namely Mr. Hu Ji Rong, Mr. Guo Zebin and Mr. Muk Hung Fei.