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CT Vision S.L. (International) Holdings Limited

中天順聯(國際)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 994)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 JUNE 2022;
(2) RETIREMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTORS;
(3) RESIGNATION OF NON-EXECUTIVE DIRECTOR;
(4) APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(5) CHANGE IN THE COMPOSITION OF
THE BOARD COMMITTEES**

References are made to the circular (the “**AGM Circular**”) and the notice of the annual general meeting (the “**AGM Notice**”) of CT Vision S.L. (International) Holdings Limited (the “**Company**”) both dated 7 June 2022. Unless otherwise specified, terms used in this announcement shall have the same meanings as those defined in the AGM Circular.

At the AGM, voting on the proposed ordinary resolutions (collectively, the “**Resolutions**”) were taken by way of poll. The Company’s share registrar and transfer office, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

POLL RESULTS OF THE AGM

The Board is pleased to announce that on 30 June 2022, the AGM was held and all the Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll. The executive Directors, Mr. Wu Rui, Dr. Ho Chun Kit Gregory, Mr. Guo Jianfeng and Mr. Wong Kee Chung, the non-executive Directors, Ms. Du Yi, Ms. Yip Man Shan and Mr. Lu Qiwei, and the independent non-executive Directors, Ms. Ng Yi Kum, Estella, Mr. Wong Wing Cheong Philip, Dr. Tang Dajie and Mr. Ng Kwun Wan attended the AGM by telephone.

The poll results in respect of the Resolutions passed at the AGM were as follows:

No.	Ordinary Resolutions	Number of votes (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 31 December 2021.	389,324,000 (100%)	0 (0%)
2.	(a) To re-elect Dr. Ho Chun Kit Gregory as an executive director of the Company.	389,324,000 (100%)	0 (0%)
	(b) To re-elect Mr. Guo Jianfeng as an executive director of the Company.	389,324,000 (100%)	0 (0%)
	(c) To authorise the board of directors of the Company to fix the remuneration of the directors.	389,324,000 (100%)	0 (0%)
3.	To re-appoint Messrs. ZHONGHUI ANDA CPA Limited as the auditors of the Company and to authorise the board of directors to fix their remuneration.	389,324,000 (100%)	0 (0%)

No.	Ordinary Resolutions	Number of votes (approximate %)	
		For	Against
4.	To grant a general and unconditional mandate to the directors of the Company to allot, issue or otherwise deal with shares of the Company and to make or grant offers, agreements, options and other rights which might require shares of the Company to be allotted or issued as set out in resolution numbered 4 of the AGM Notice.	389,324,000 (100%)	0 (0%)
5.	To grant a general and unconditional mandate to the directors of the Company to exercise all the powers of the Company to repurchase shares of the Company as set out in resolution numbered 5 of the AGM Notice.	389,324,000 (100%)	0 (0%)
6.	To add the number of shares repurchased by the Company under resolution numbered 5 to the mandate granted to the directors under resolution number 4, as set out in resolution numbered 6 of the AGM Notice.	389,324,000 (100%)	0 (0%)

As at the date of the AGM, the total number of issued Shares was 760,830,000 Shares, representing the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions proposed at the AGM. No Shareholder was required to abstain from voting on the Resolutions and no Shareholder was entitled to attend and vote only against the Resolutions at the AGM.

As more than 50% of the votes were cast in favour of the Resolutions, each of the Resolutions was duly passed as an ordinary resolution of the Company at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Ms. Ng Yi Kum, Estella (“**Ms. Ng**”) and Mr. Wong Wing Cheong Philip (“**Mr. Wong**”), the independent non-executive Directors, did not offer themselves for re-election at the AGM as they would like to devote more time to their other business commitment, and accordingly have retired from the Board with effect from the conclusion of the AGM. Upon their retirement, Ms. Ng has ceased to be the chairlady of the audit committee of the Company (the “**Audit Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”); and Mr. Wong has ceased to be the chairman of Remuneration Committee and a member of the Audit Committee and Nomination Committee. Ms. Ng and Mr. Wong have confirmed that they have no disagreement with the Board and there are no matters relating to their retirement that need to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude to Ms. Ng and Mr. Wong for their valuable contributions to the Company during their tenure of service.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board hereby announces that Ms. Yip Man Shan (“**Ms. Yip**”) has tendered her resignation as a non-executive Director with effect from 30 June 2022 as she wishes to devote more time on her personal and other business commitments.

Ms. Yip has confirmed to the Board that she has no disagreement with the Board and that there are no other matters in relation to her resignation that need to be brought to the attention of the Shareholders. The Board would like to extend its sincere gratitude and appreciation to Ms. Yip for her valuable contribution towards the Company during her tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board of the Company is pleased to announce that Dr. Lin Tat Pang (“**Dr. Lin**”) has been appointed as an independent non-executive Director with effect from 30 June 2022.

Dr. Lin, aged 66, obtained his Bachelor of Law, Master of Law and Doctor of Law, from Peking University (北京大學) in 1992, 1998 and 2009 respectively. He also completed his Postgraduate Certificate in Hong Kong Law in City University of Hong Kong (previously known as City Polytechnic of Hong Kong) in 1993.

Dr. Lin is a member of the Hong Kong Institute of Certified Public Accountants and a fellow of the Chartered Association of Certified Accountants, United Kingdom. He is also a member of the Chartered Institute of Arbitrators, United Kingdom.

Dr. Lin has over 40 years of experience in accounting, finance and public offerings. He was company secretary of Sun Hung Kai & Co. Limited (a company listed on the Main Board of the Stock Exchange with stock code: 00086) from November 1990 to November 1992. He worked for Hong Kong Exchanges and Clearing Limited and the Stock Exchange between 1992 and March 2013, and his last position was senior consultant to the Listing, Listing & Regulatory Affairs Division of Hong Kong Exchanges and Clearing Limited. Dr. Lin has been an independent non-executive director of China Aluminum Cans Holdings Limited, a company listed on the Stock Exchange (stock code: 06898) since June 2013 and an independent non-executive director of HNA Technology Investments Holdings Limited, a company listed on the Stock Exchange (stock code: 02086) since December 2017.

Dr. Lin has entered into a service agreement with the Company for a term of three years commencing from 30 June 2022 unless terminated by not less than 1-month prior notice served by either party on the other in writing. Dr. Lin's appointment is subject to retirement by rotation and re-election at the annual general meeting in accordance with the provisions of the Articles of Association of the Company. Dr. Lin is entitled to a Director's emolument (excluding payment pursuant to any discretionary benefits or bonus, granting of share options, or other fringe benefits) of HK\$280,000 per annum, which is determined with reference to his duties and responsibilities and market conditions and in accordance to the remuneration policy of the Company.

As at the date of this announcement, save as disclosed above,

- (i) Dr. Lin does not hold any position in the Company or any of its subsidiaries nor has any relationship with any Director, senior management or substantial or controlling Shareholders;
- (ii) Dr. Lin does not hold any directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of his appointment and does not have any other major appointments and professional qualifications;

- (iii) Dr. Lin does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and
- (iv) there is no information in relation to Dr. Lin that is needed to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Dr. Lin as an independent non-executive Director that need to be brought to the attention of the Shareholders.

The Board would like to express its warm welcome to Dr. Lin to join the Board.

CHANGE IN THE COMPOSITION OF THE BOARD COMMITTEES

The Board announces that upon the appointment of Dr. Lin as an independent non-executive Director becoming effective on 30 June 2022, Dr. Lin will act as a member of the Audit Committee, the Nomination Committee and the chairman of the Remuneration Committee. Mr. Ng Kwun Wan, an independent non-executive Director, will act as a member of the Nomination Committee, the Remuneration Committee and the chairman of the Audit Committee with effect from 30 June 2022.

By order of the Board
CT Vision S.L. (International) Holdings Limited
Ho Chun Kit Gregory
Chief executive officer and executive Director

Hong Kong, 30 June 2022

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Wu Rui, Dr. Ho Chun Kit Gregory, Mr. Guo Jianfeng and Mr. Wong Kee Chung, two non-executive Directors, namely Ms. Du Yi and Mr. Lu Qiwei, and three independent non-executive Directors, namely Dr. Tang Dajie, Mr. Ng Kwun Wan and Dr. Lin Tat Pang.