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COLOUR LIFE SERVICES GROUP CO., LIMITED
彩生活服務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1778)

**(1) POLL RESULTS OF
THE ADJOURNED ANNUAL GENERAL MEETING
HELD ON 11 SEPTEMBER 2023;
(2) ADOPTION OF THE NEW ARTICLES;
AND
(3) CHANGE OF DIRECTORS AND COMPOSITION OF
BOARD COMMITTEES**

References are made to the notice of the annual general meeting of Colour Life Services Group Co., Limited (the “**Company**”) dated 10 August 2023 (the “**AGM Notice**”), the circular of the Company dated 10 August 2023 (the “**Circular**”), the announcement of the Company dated 5 September 2023 (the “**Announcement**”) and the announcement of the Company dated 8 September 2023. Capitalised terms used in this announcement have the same meanings as those defined in the Circular and the announcement of the Company dated 8 September 2023.

(1) POLL RESULTS

The resolutions set out in the AGM Notice (the “**Resolutions**”) were voted by way of poll and the poll results are as follows:

ORDINARY RESOLUTIONS		Number of votes <i>(approximate percentage (%) of the total number of votes)</i>		Total number of votes
		For	Against	
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditor for the year ended 31 December 2021.	1,097,266,666 (100.00%)	34,119 (0.00%)	1,097,300,785
2.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the auditor for the year ended 31 December 2022.	1,097,266,666 (100.00%)	34,119 (0.00%)	1,097,300,785
3.	To elect Mr. Zhu Jindong as a non-executive director of the Company.	1,083,626,606 (98.75%)	13,674,179 (1.25%)	1,097,300,785
4.	To re-elect Mr. Liu Hongcai as an executive director of the Company.	1,097,140,785 (99.99%)	160,000 (0.01%)	1,097,300,785
5.	To re-elect Ms. Yang Lan as an executive director of the Company.	1,097,140,785 (99.99%)	160,000 (0.01%)	1,097,300,785
6.	To re-elect Mr. Zheng Hongyan as a non-executive director of the Company.	Not applicable <i>(Note)</i>	Not applicable <i>(Note)</i>	Not applicable <i>(Note)</i>
7.	To re-elect Ms. Sun Dongni as a non-executive director of the Company.	18,297,000 (1.67%)	1,079,003,785 (98.33%)	1,097,300,785
8.	To re-elect Mr. Lee Yan Fai as an independent non-executive director of the Company.	1,097,300,785 (100.00%)	0 (0.00%)	1,097,300,785
9.	To authorise the board of directors to fix the directors’ remuneration.	1,097,300,785 (100.00%)	0 (0.00%)	1,097,300,785
10.	To re-appoint Prism Hong Kong and Shanghai Limited as auditors of the Company to hold office until the conclusion of the next annual general meeting and to authorise the board of directors to fix their remuneration.	1,097,300,785 (100.00%)	0 (0.00%)	1,097,300,785

ORDINARY RESOLUTIONS		Number of votes (approximate percentage (%) of the total number of votes)		Total number of votes
		For	Against	
11.	To grant a general mandate to the directors of the Company to buyback the Company's shares up to 10% of the issued share capital of the Company	1,097,300,785 (100.00%)	0 (0.00%)	1,097,300,785
12.	To grant a general mandate to the directors of the Company to allot, issue and deal with the Company's additional shares not exceeding 20% of the issued share capital of the Company.	1,082,790,434 (98.68%)	14,510,351 (1.32%)	1,097,300,785
13.	To extend the mandate granted to the directors of the Company to issue, allot and deal with shares by the number of shares bought back.	1,082,790,434 (98.68%)	14,510,351 (1.32%)	1,097,300,785
14.	To consider, ratify and confirm the failure to hold the 2021 annual general meeting of the Company in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (and non-compliances resulted therefrom) and to effect the matters required by the articles of association of the Company at such annual general meeting (including but not limited to the rotation of the Directors and the appointment of auditors).	1,097,300,785 (100.00%)	0 (0.00%)	1,097,300,785
SPECIAL RESOLUTION				
15.	To adopt the amended and restated articles of association.	1,083,353,706 (98.73%)	13,947,079 (1.27%)	1,097,300,785

Note: As explained in the Announcement, Resolution numbered 6 was withdrawn and was not put forward for Shareholder's approval at the Adjourned AGM.

As more than 50% of the votes were casted in favour of each of Resolutions numbered 1 to 5 and numbered 8 to 14, all such Resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were casted in favour of Resolution numbered 15, Resolution numbered 15 was duly passed as a special resolution of the Company.

The total number of issued Shares as at the date of the Adjourned AGM was 1,487,525,754 Shares, which was the total number of shares entitling the holders to attend and vote for or against the Resolutions. There were no shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the Adjourned AGM. No Shareholder was required to abstain from voting the Resolutions proposed at the Adjourned AGM. No Shareholder has stated his or her intention in the Circular to vote against or to abstain from voting on any of the Resolutions proposed at the Adjourned AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the Adjourned AGM.

All the Directors, except for Mr. Pan Jun, Mr. Zheng Hongyan and Ms. Sun Dongni, attended the Adjourned AGM.

(2) ADOPTION OF THE NEW ARTICLES

As Resolution numbered 15 at the Adjourned AGM was passed as a special resolution of the Company, the New Articles has been adopted with effect from the conclusion of the Adjourned AGM. Full text of the New Articles is available on the websites of the Stock Exchange and the Company.

(3) CHANGE OF DIRECTORS AND COMPOSITION OF BOARD COMMITTEES

(i) Retirement of Directors

As disclosed in the Circular, Mr. Pan Jun (“**Mr. Pan**”) wished to retire and not to offer himself for re-election at the Adjourned AGM. As such, Mr. Pan retired as an executive Director with effect from the conclusion of the Adjourned AGM.

Following his retirement as Director, Mr. Pan will cease to be the chairman of the Board, acting chief executive officer and the chairman of the nomination committee of the Company.

Mr. Pan has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the holders of securities of the Company in relation to his retirement.

As disclosed in the Announcement, Mr. Zheng Hongyan (“**Mr. Zheng**”) wished to retire and not to offer himself for re-election at the Adjourned AGM. As such, Mr. Zheng retired as the non-executive Director with effect from the conclusion of the Adjourned AGM.

As Resolution numbered 7 for the re-election of Ms. Sun Dongni (“**Ms. Sun**”) as a non-executive Director was not passed by the Shareholders at the Adjourned AGM, Ms. Sun retired as a non-executive Director with effect from the conclusion of the Adjourned AGM.

As at the date of this announcement, the Company has not received any confirmation from each of Mr. Zheng and Ms. Sun on whether they have any disagreement with the Board and if there is any other matter in relation to their retirement that needs to be brought to the attention of the holders of securities of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Pan, Mr. Zheng and Ms. Sun for their valuable contributions to the Company during their tenure of office.

(ii) Resignation of director

The Board announces that Mr. Wu Qingbin (“**Mr. Wu**”) has tendered his resignation as a non-executive Director and the vice chairman of the Board with effect from 11 September 2023 due to his other personal commitment.

Mr. Wu has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Mr. Wu for his contribution to the Company during the tenure of his office.

(iii) Appointment of non-executive Directors

Mr. Zhu Jindong

Following the passing of Resolution numbered 3, the Board is pleased to announce that Mr. Zhu Jindong (“**Mr. Zhu**”) has been appointed as a non-executive Director, the chairman of the Board and the chairman of the nomination committee of the Company with effect from the conclusion of the Adjourned AGM. The biographical details of Mr. Zhu has been set out in Appendix I of the Circular. As at the date of this announcement, such information remains unchanged.

Mr. Timothy David Gildner

Immediately after the conclusion of the Adjourned AGM, Mr. Timothy David Gildner has been appointed as a non-executive Director with effect from 11 September 2023.

Mr. Gildner, aged 53, is an executive director and the vice president of Fantasia Holdings Group Co., Limited (stock code: 1777), which is a substantial Shareholder and the controlling Shareholder of the Company, the shares of which are listed on the Main Board of the Stock Exchange. Prior to joining the Fantasia Group, he was a director of Gottardo Advisory Limited between January 2012 and April 2022. He was also a visiting scholar at the City University of Hong Kong between January 2017 and June 2019 for graduate level courses in real estate investment in China and real estate financing; and for fintech related courses at The Hong Kong University of Science and Technology between June 2015 and January 2017. He has extensive knowledge and experience in finance and management.

Mr. Gildner obtained a bachelor of art degree in journalism from Michigan State University, a master's degree in international affairs and a master's degree of business administration from Columbia University in 2002.

Save as disclosed, as at the date of this announcement, Mr. Gildner (i) does not have any relationship with any directors of the Company, senior management or substantial shareholders or controlling Shareholders (as defined in the Listing Rules); (ii) is not interested in the Shares within the meaning of Part XV of the SFO; and (iii) does not hold any position in the Company or any subsidiary of the Company, nor any directorship in other listed public companies in Hong Kong or overseas in the last three years preceding the date of this announcement.

The Company has entered into a letter of appointment with Mr. Gildner for a term of three years commencing from 11 September 2023. He will hold office until the Company's first annual general meeting after his appointment and shall then be eligible for re-election pursuant to the New Articles. He will not receive any director's fee for his appointment.

Mr. Gildner has confirmed that there is no information that is required to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the holders of securities of the Company.

Mr. Chen Wenjian

Immediately after the conclusion of the Adjourned AGM, Mr. Chen Wenjian has been appointed as the non-executive Director with effect from 11 September 2023.

Mr. Chen, aged 39, is currently the senior director of 360 (Beijing) Private Equity Fund Management Co., Ltd.* (三六零(北京)私募基金管理有限公司) (“**360 Fund Management**”). Prior to joining 360 Fund Management, Mr. Chen has served as various roles in financial institutions and as the secretary to the board of a company listed on the Shenzhen Stock Exchange. He has over 10 years of experience in securities, investment research and investment banking businesses. Mr. Chen obtained a bachelor's degree in statistics and a master's degree in western economics, both from Xiamen University, in 2006 and 2010 respectively.

Save as disclosed, as at the date of this announcement, Mr. Chen (i) does not have any relationship with any Directors, senior management or substantial Shareholders or controlling Shareholders (as defined in the Listing Rules); (ii) is not interested in the shares of the Company within the meaning of Part XV of the SFO; and (iii) does not hold any position in the Company or any subsidiary of the Company, nor any directorship in other listed public companies in Hong Kong or overseas in the last three years preceding the date of this announcement.

The Company has entered into a letter of appointment with Mr. Chen for a term of three years commencing from 11 September 2023. He will hold office until the Company's first annual general meeting after his appointment and shall then be eligible for re-election pursuant to the New Articles. He will be entitled to a nominal director's fee of RMB1 per annum.

Mr. Chen has confirmed that there is no information that is required to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the holders of securities of the Company.

The Board would like to express its warm welcome to Mr. Zhu, Mr. Gildner and Mr. Chen for their appointments.

By Order of the Board
Colour Life Services Group Co., Limited
ZHU Jindong
Chairman

Hong Kong, 11 September 2023

As at the date of this announcement, the board of directors of the Company comprises Mr. Liu Hongcai and Ms. Yang Lan as executive directors; Mr. Zhu Jindong, Mr. Timothy David Gildner and Mr. Chen Wenjian as non-executive directors; and Mr. Xu Xinmin, Mr. Zhu Wuxiang and Mr. Lee Yan Fai as independent non-executive Directors.