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GOME RETAIL HOLDINGS LIMITED

國美零售控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 493)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 21 SEPTEMBER 2023 AND RETIREMENT AND APPOINTMENT OF DIRECTORS

The board of directors (the “**Board**”) of GOME Retail Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 21 September 2023 (the “**Annual General Meeting**”) were duly passed by the shareholders of the Company by poll.

The Company’s branch share registrar in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer for vote-taking at the Annual General Meeting. Details of the poll results in respect of the ordinary resolutions and the special resolution passed are as follows:

ORDINARY RESOLUTIONS PROPOSED AT THE ANNUAL GENERAL MEETING		FOR	AGAINST	Total number of votes
		Votes (%)	Votes (%)	
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2022.	11,167,886,255 (96.18%)	444,059,002 (3.82%)	11,611,945,257
2.	To re-elect Mr. Zou Xiao Chun as an executive director of the Company.	11,152,875,703 (96.39%)	417,673,453 (3.61%)	11,570,549,156
3.	To elect Mr. Song Lin Lin as an executive director of the Company.	11,181,637,154 (97.07%)	337,002,002 (2.93%)	11,518,639,156
4.	To elect Mr. Lui Wai Ming as an independent non-executive director of the Company.	11,188,337,154 (97.32%)	308,279,002 (2.68%)	11,496,616,156

ORDINARY RESOLUTIONS PROPOSED AT THE ANNUAL GENERAL MEETING		FOR	AGAINST	Total number of votes
		Votes (%)	Votes (%)	
5.	To authorise the board of directors of the Company to fix the directors' remuneration.	11,190,637,154 (96.97%)	349,279,002 (3.03%)	11,539,916,156
6.	To re-appoint Elite Partners CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	11,189,373,354 (97.12%)	331,749,802 (2.88%)	11,521,123,156
7.	To grant to the board of directors of the Company the general mandate to allot, issue and deal with the Company's shares.	11,087,015,491 (90.44%)	1,171,356,665 (9.56%)	12,258,372,156
8.	To grant to the board of directors of the Company the general mandate to buy back the Company's shares.	11,200,309,154 (97.19%)	324,009,002 (2.81%)	11,524,318,156
9.	To approve the extension of the authority granted to the board of directors of the Company by resolution 7 above by adding the number of shares bought back pursuant to the authority granted to the board of directors of the Company by resolution 8 above.	11,089,315,491 (95.97%)	465,493,665 (4.03%)	11,554,809,156

No shareholder of the Company was required to abstain from voting for any of the resolutions proposed at the Annual General Meeting. As at the date of the Annual General Meeting, the Company has 47,762,439,199 shares in issue and all the shareholders of the Company were entitled to attend and vote for or against the resolutions proposed at the Annual General Meeting. There was no shareholder who was entitled to vote only against any of the resolutions proposed at the Annual General Meeting.

All of the Directors attended the Annual General Meeting remotely through telephone conference.

As mentioned in the circular of the Company dated 23 August 2023, Ms. Huang Xiu Hong and Mr. Lee Kong Wai, Conway have retired as directors of the Company at the Annual General Meeting pursuant to the Bye-Laws of the Company. Ms. Huang Xiu Hong and Mr. Lee Kong Wai, Conway have confirmed that they have no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company in relation to their retirement as directors of the Company.

The Board wishes to announce the appointment of Mr. Song Lin Lin (“**Mr. Song**”) as an executive director and Mr. Lui Wai Ming (“**Mr. Lui**”) as an independent non-executive director of the Company with effect from the conclusion of the Annual General Meeting.

The biographical details of Mr. Song and Mr. Lui are set out as follow:

Mr. Song Lin Lin, aged 53, has been the President of the retail business district B sector of the Group and responsible for the daily operation and management of district B. He is also the Vice President of the retail business sector, managing the GOME APP, Anxun Logistics, franchise management center, chain store development & decoration center, brand management center, etc. and the Chairman of the Board of GOME Telecom Equipment Co., Ltd (a company listed on Shanghai Stock Exchange). Mr. Song has successively served as the Vice President of GOME Appliances Company Limited, the Vice President of GOME True Happiness e-Commerce Co., Ltd., the President of GOME Smart Technology Co., Ltd., the South China Region General Manager of GOME Appliances Company Limited and the Vice President of the TOC business group and logistics and network development of the Group. Mr. Song graduated from the China Academy of Software Management in the People's Republic of China majoring in International Trade.

Save as disclosed above, Mr. Song has not held any directorships in other listed public companies during the past three years. Save as disclosed, Mr. Song does not hold any other positions with the Company or other members of the Group. Mr. Song does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company. Mr. Song holds 4,348,000 Shares within the meaning of Part XV of the SFO.

Pursuant to a service agreement to be entered into between a member of the Group and Mr. Song, (a) the appointment of Mr. Song as an executive Director will be for a fixed term of three years from 21 September 2023, subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Bye-Laws; and (b) Mr. Song will be entitled to an annual remuneration of HK\$400,000 and discretionary bonus. Mr. Song's remuneration was fixed with reference to his duties and responsibilities with the Company as well as the Company's remuneration policy.

The Board is not aware of any other matters in relation to the appointment of Mr. Song as an executive Director that need to be brought to the attention of the Shareholders, nor is there any information that needs to be disclosed by the Company pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Lui Wai Ming, aged 53, has extensive experience in accounting, financial management and corporate management for 30 years, also has extensive experience in compliance and risk management. Mr. Lui has been an independent non-executive director of Shanghai XNG Holdings Limited (a company listed on the Main Board of the Hong Kong Stock Exchange) since August 2015. Mr. Lui was an independent non-executive director of Ernest Borel Holding Ltd, hmvod Limited (companies listed on the Main Board of the Hong Kong Stock Exchange and GEM of the Hong Kong Stock Exchange, respectively), Golden Shield Holdings (Industrial) Limited (a company previously listed on the Main Board of the Hong Kong Stock Exchange and now delisted) from October 2017 to September 2019, from May 2014 to January 2016 and from January 2015 to May 2015, respectively. Moreover, Mr. Lui served as an executive director of Hosa International Limited (a company previously listed on the Main Board of the Hong Kong Stock Exchange and now delisted) and the Chief Financial Officer of Ta Yang Group Holdings Limited (a company listed on the Main Board of the Hong Kong Stock Exchange) from April 2016 to July 2018 and from August 2018 to March 2019, respectively.

Mr. Lui holds an Executive Master Degree in Business Administration from the Cheung Kong Graduate School of Business in the People's Republic of China, a Master Degree in E-commerce and Internet Computing from the University of Hong Kong and a Master Degree in Information Management from University College Dublin in Ireland. Mr. Lui is a fellow member of the Association of Chartered Certified Accountants, Hong Kong Institute of Certified Public Accountants and Hong Kong Institute of Directors.

Save as disclosed above, Mr. Lui has not held any directorships in other listed public companies during the past three years. Mr. Lui does not hold any other positions with the Company or other members of the Group. Mr. Lui does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company. Mr. Lui did not have any interest in the Shares within the meaning of Part XV of the SFO.

Pursuant to a letter of appointment to be entered into between the Company and Mr. Lui, (a) the appointment of Mr. Lui as an independent non-executive Director will be for a fixed term of three years from 21 September 2023, subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Bye-Laws, and (b) Mr. Lui will be entitled to an annual remuneration of HK\$400,000. Mr. Lui will not be entitled to any fixed or discretionary bonus. Mr. Lui's remuneration was fixed with reference to his duties and responsibilities with the Company as well as the Company's remuneration policy.

The Board is not aware of any other matter in relation to the appointment of Mr. Lui as an independent non-executive Director that need to be brought to the attention of the Shareholders, nor is there any information that needs to be disclosed by the Company pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

By Order of the Board of
GOME Retail Holdings Limited
Zhang Da Zhong
Chairman

Hong Kong, 21 September 2023

As at the date of this announcement, the Board comprises Mr. Zou Xiao Chun and Mr. Song Lin Lin as executive directors; Mr. Zhang Da Zhong and Ms. Dong Xiao Hong as non-executive directors; and Ms. Liu Hong Yu, Mr. Wang Gao and Mr. Lui Wai Ming as independent non-executive directors.

* *For identification purpose only*