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ManpowerGroup®

MANPOWERGROUP GREATER CHINA LIMITED

万宝盛华大中华有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2180)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 JUNE 2024

References are made to the circular (the “**Circular**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of ManpowerGroup Greater China Limited (the “**Company**”) both dated 26 April 2024. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular and AGM Notice.

The Board is pleased to announce that at the AGM held on 26 June 2024, all proposed resolutions as set out in the AGM Notice were duly approved by the Shareholders by way of poll. All Directors attended the AGM in person or by telephone means.

As at the date of the AGM, the total number of issued Shares was 207,505,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM and no Shareholders were entitled to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM. Unity Trust Limited, being the trustee holding unvested Shares awarded under the restricted share unit scheme of the Company adopted by the Company on 10 June 2021 (“**2021 RSU Scheme**”), held 4,705,131 Shares as at the date of this announcement. Except for Unity Trust Limited which was required under Rule 17.05A of the Listing Rules to abstain from voting on matters that require Shareholders’ approval under the Listing Rules and on all the proposed resolutions pursuant to the 2021 RSU Scheme Rules, no other Shareholder is required to abstain from voting in respect of any of the proposed resolutions at the AGM.

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

The poll results in respect of each resolution proposed at the AGM were as follow:

ORDINARY RESOLUTIONS		No. 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 Directors and the auditor of the Company for the year ended 31 December 2023.	170,958,756 (100.00%)	0 (0.00%)
2.	To declare a final dividend of HK\$0.31 per ordinary share of the Company for the year ended 31 December 2023.	170,958,756 (100.00%)	0 (0.00%)
3.	(a) (i) To re-elect Mr. ZHANG Yinghao as a non-executive Director;	170,958,756 (100.00%)	0 (0.00%)
	(ii) To re-elect Mr. John Thomas MCGINNIS as a non-executive Director; and	170,958,756 (100.00%)	0 (0.00%)
	(iii) To re-elect Mr. Thomas YEOH Eng Leong as an independent non-executive Director.	170,958,756 (100.00%)	0 (0.00%)
	(b) To authorize the Board to fix the remuneration of the Directors.	170,958,756 (100.00%)	0 (0.00%)
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorize the Board to fix their remuneration.	170,958,756 (100.00%)	0 (0.00%)
5.	(a) To grant a general mandate to the Directors to allot, issue and deal with new shares of the Company or sell or transfer treasury shares of the Company not exceeding 20% of its issued share capital (excluding treasury shares) as at the date of passing this resolution.	167,626,606 (98.05%)	3,332,150 (1.95%)
	(b) To grant a general mandate to the Directors to buy-back shares of the Company not exceeding 10% of its issued share capital (excluding treasury shares) as at the date of passing this resolution.	170,958,756 (100.00%)	0 (0.00%)
	(c) Subject to the passing of ordinary resolutions no. 5(a) and 5(b), to extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares bought back by the Company.	146,876,356 (85.91%)	24,082,400 (14.09%)

SPECIAL RESOLUTION		No. of Votes (%)	
		For	Against
6.	<p>(a) To adopt the proposed amendments to the existing memorandum of association and articles of association of the Company;</p> <p>(b) to adopt the new memorandum of association and articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company; and</p> <p>(c) to authorise any director or company secretary or registered office provider of the Company to do all such acts and things and execute all such documents and make all such arrangement as they shall, in their absolute discretion, deem necessary or expedient to give effect to the proposed amendments to the existing memorandum of association and articles of association of the Company and the proposed adoption of the new memorandum of association and articles of association of the Company.</p>	170,958,756 (100.00%)	0 (0.00%)

Note: The full text of the above resolutions is set out in the AGM Notice.

* All percentages are rounded to 2 decimal places.

As more than 50% of votes were cast in favour of the ordinary resolutions nos. 1 to 5, these resolutions were duly passed by the Shareholders as ordinary resolutions.

As more than 75% of votes were cast in favour of the special resolution no. 6, this resolution was duly passed by the Shareholders as special resolution.

By order of the Board
ManpowerGroup Greater China Limited
CUI Zhihui
Executive Director and Chief Executive Officer

Hong Kong, 26 June 2024

As at the date of this announcement, the Board comprises Mr. CUI Zhihui as executive Director; Mr. John Thomas MCGINNIS, Mr. ZHANG Yinghao, Mr. ZHAI Feng and Mr. Colin Patrick Alan JONES as non-executive Directors; and Mr. Thomas YEOH Eng Leong, Ms. WONG Man Lai Stevie and Mr. Victor HUANG as independent non-executive Directors.