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寶業集團股份有限公司

BAOYE GROUP COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 2355)

**POLL RESULTS OF
AGM, H SHARES CLASS MEETING AND DOMESTIC SHARES CLASS MEETING**

The board (the “**Board**”) of directors (the “**Directors**”) of Baoye Group Company Limited* (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company (the “**AGM**”), class meeting for holders of H shares (the “**H Shares Class Meeting**”) and class meeting for holders of domestic shares (the “**Domestic Shares Class Meeting**”) held at 2nd Floor, Baoye Group, No. 1687 Guazhu East Road, Keqiao District, Shaoxing City, Zhejiang Province, the People's Republic of China (the “**PRC**”) on Tuesday, 16 June 2020. All resolutions as set out in the notice of the AGM (the “**AGM Notice**”), the notice of H Shares Class Meeting and the notice of Domestic Shares Class Meeting each dated 29 April 2020 and the clarification announcement of the AMG Notice and Circular dated 5 May duly passed by way of poll as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). None of the shareholders of the Company has proposed any motion at the AGM pursuant to resolution No.8 as set out in the AGM Notice. Details of the resolutions were set out in the circular and the notices dated 29 April 2020.

1、 ATTENDANCE OF THE MEETINGS

i. Attendance of the AGM

The convening of the AGM was in accordance with the Company Law of the PRC and the articles of association (the “**Articles of Association**”) of the Company.

As at the date of the AGM, the total issued share capital of the Company comprised of 562,664,053 shares, which was the total number of shares entitling the holders to attend the AGM

and vote on all the resolutions put forward at the AGM (the “**AGM Resolutions**”). Shareholders holding an aggregate of 342,765,801 voting shares, representing approximately 60.92% of the total issued shares of the Company, attended the AGM either in person or by proxy. No shareholder was required to abstain from voting on the AGM Resolutions. There was no share entitling the holder to attend the meeting and vote only against the AGM Resolutions.

Votes on all the AGM Resolutions were taken by poll. The Company’s H share registrar, Tricor Tengis Limited, was appointed as scrutineer for the purpose of vote-taking at the AGM.

ii. Attendance of the H Shares Class Meeting

The convening of the H Shares Class Meeting was in accordance with the Company Law of the PRC and the Articles of Association.

As at the date of the H Shares Class Meeting, the total issued H shares of the Company comprised 211,922,000 shares (the “**H Shares**”), which was the total number of H Shares entitling the holders to attend the H Shares Class Meeting and vote on the resolution put forward at the H Shares Class Meeting (the “**H Shares Class Meeting Resolution**”). Shareholders holding an aggregate of 9,685,267 voting H Shares, representing approximately 4.57% of the total issued H Shares of the Company, attended the H Shares Class Meeting either in person or by proxy. No holder of H Shares was required to abstain from voting on the H Shares Class Meeting Resolution. There was no H Share entitling the holder to attend the meeting and vote only against the H Shares Class Meeting Resolution.

Votes on the H Shares Class Meeting Resolution were taken by poll. The Company’s H Share registrar, Tricor Tengis Limited, was appointed as scrutineer for the purpose of vote-taking at the H Shares Class Meeting.

iii. Attendance of the Domestic Shares Class Meeting

The convening of the Domestic Shares Class Meeting was in accordance with the Company Law of the PRC and the Articles of Association.

As at the date of the Domestic Shares Class Meeting, the total issued domestic shares of the Company comprised 350,742,053 shares (the “**Domestic Shares**”), which was the total number of Domestic Shares entitling the holders to attend the Domestic Shares Class Meeting and vote on the resolution put forward at the Domestic Shares Class Meeting (the “**Domestic Shares Class Meeting Resolution**”). Shareholders holding an aggregate of 332,360,534 voting Domestic Shares, representing approximately 94.76% of the total issued Domestic Shares of the Company, attended the Domestic Shares Class Meeting either in person or by proxy. No holder of Domestic Shares was required to abstain from voting on the Domestic Shares Class Meeting Resolution. There was no Domestic Share entitling the holder to attend the meeting and vote only against the Domestic Shares Class Meeting Resolution.

Votes on the Domestic Shares Class Meeting Resolution were taken by poll. The Company’s H Share registrar, Tricor Tengis Limited, was appointed as scrutineer for the purpose of vote-taking at the Domestic Shares Class Meeting.

2、 POLL RESULTS OF THE MEETINGS

i. Poll results in respect of the resolutions proposed at the AGM

The poll results in respect of the resolutions are as follows:

Resolutions		Number of Votes Cast and Approximate Percentage of Total Number of Votes Cast		Total Number of Votes
		For	Against	
Ordinary Resolutions				
1	To consider and approve the report of the Board of Directors of the Company for the year ended 31 December 2019	342,607,801 (100.00%)	0 (0.00%)	342,607,801
2	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2019	342,607,801 (100.00%)	0 (0.00%)	342,607,801
3	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries (collectively, the “Group”) and the report of the auditors of the Company for the year ended 31 December 2019	342,607,801 (100.00%)	0 (0.00%)	342,607,801
4	To consider and approve the matters relating to no payment of final dividend for the year ended 31 December 2019	341,993,801 (99.77%)	772,000 (0.23%)	342,765,801
5A	To re-appoint PricewaterhouseCoopers as the Company’s international auditors and to authorise the Board to fix their remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
5B	To re-appoint PricewaterhouseCoopers Zhongtian CPAs as the Company’s PRC statutory auditors and to authorise the Board to fix their remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
6A	To consider and approve the re-election of Mr. Pang Baogen as an executive Director of the Company and to authorise the Board to fix his remuneration	341,004,254 (99.49%)	1,761,547 (0.51%)	342,765,801
6B	To consider and approve the re-election of Mr. Gao Lin as an executive Director of the Company and to authorise the Board to fix his remuneration	342,765,800 (99.99%)	1 (0.01%)	342,765,801
6C	To consider and approve the re-election of Mr. Gao Jiming as an executive Director of the Company and to authorise the Board to fix his remuneration	342,765,800 (99.99%)	1 (0.01%)	342,765,801
6D	To consider and approve the re-election of Mr. Gao Jun as an executive Director of the Company and to authorise the Board to fix his remuneration	342,765,800 (99.99%)	1 (0.01%)	342,765,801

6E	To consider and approve the re-election of Mr. Jin Jixiang as an executive Director of the Company and to authorise the Board to fix his remuneration	342,765,800 (99.99%)	1 (0.01%)	342,765,801
6F	To consider and approve the re-election of Mr. Fung Ching, Simon, as a non-executive Director of the Company and to authorise the Board to fix his remuneration	341,184,254 (99.54%)	1,581,547 (0.46%)	342,765,801
6G	To consider and approve the re-election of Mr. Chan, Dennis Yin Ming as an independent non-executive Director of the Company and to authorise the Board to fix his remuneration	341,428,255 (99.61%)	1,337,546 (0.39%)	342,765,801
6H	To consider and approve the re-election of Mr. Li Wangrong as an independent non-executive Director of the Company and to authorise the Board to fix his remuneration	341,046,255 (99.50%)	1,719,546 (0.50%)	342,765,801
6I	To consider and approve the re-election of Ms. Liang Jing as an independent non-executive Director of the Company and to authorise the Board to fix her remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
7A	To consider and approve the re-election of Mr. Kong Xiangquan as a Supervisor of the Company and to authorise the Board to fix his remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
7B	To consider and approve the re-election of Mr. Xu Gang as a Supervisor of the Company and to authorise the Board to fix his remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
7C	To consider and approve the re-election of Mr. Wang Jianguo as a Supervisor of the Company and to authorise the Board to fix his remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
7D	To consider and approve the re-election of Mr. Zhang Xindao as an independent Supervisor of the Company and to authorize the Board to fix his remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
7E	To consider and approve the re-election of Mr. Xiao Jianmu as an independent Supervisor of the Company and to authorize the Board to fix his remuneration	342,765,801 (100.00%)	0 (0.00%)	342,765,801
Special Resolutions				
9	To consider and approve the general mandate to allot and issue new shares	333,312,534 (97.24%)	9,453,267 (2.76%)	342,765,801
10	To authorise the Board to repurchase H Shares of the Company up to a maximum of 10% of	342,765,801 (100.00%)	0 (0.00%)	342,765,801

	the aggregate nominal value of H Shares in issue as at the date of the AGM			
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As more than 1/2 votes were casted in favour of the ordinary resolutions numbered 1 to 7E, the ordinary resolutions were duly passed as ordinary resolutions of the Company by way of poll.

As more than 2/3 votes were casted in favour of the special resolutions numbered 9 to 10, the special resolutions were duly passed as special resolutions of the Company by way of poll.

ii. Poll results in respect of the special resolution proposed at the H Shares Class Meeting

The poll results in respect of the special resolution are as follows:

Special Resolution		Number of Votes Cast and Approximate Percentage of Total Number of Votes Cast		Total Number of Votes
		For	Against	
1	To authorise the Board to repurchase H Shares of the Company up to a maximum of 10% of the aggregate nominal value of H Shares in issue as at the date of the H Shares Class Meeting	9,685,267 (100.00%)	0 (0.00%)	9,685,267

As more than 2/3 votes were casted in favour of the above special resolution, the special resolution was duly passed as special resolution of the Company by way of poll.

iii. Poll results in respect of the special resolution proposed at the Domestic Shares Class Meeting

The poll results in respect of the special resolution are as follows:

Special Resolution		Number of Votes Cast and Approximate Percentage of Total Number of Votes Cast		Total Number of Votes
		For	Against	
1	To authorise the Board to repurchase H Shares of the Company up to a maximum of 10% of the aggregate nominal value of H Shares in issue as at the date of the Domestic Shares Class Meeting	332,360,534 (100.00%)	0 (0.00%)	332,360,534

As more than 2/3 votes were casted in favor of the above special resolution, the special resolution was duly passed as special resolution of the Company by way of poll.

By order of the Board
Baoye Group Company Limited*
Pang Baogen
Chairman

Zhejiang Province, the PRC
16 June 2020

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Pang Baogen, Mr. Gao Lin, Mr. Gao Jiming, Mr. Gao Jun and Mr. Jin Jixiang; and one non-executive Director, namely Mr. Fung Ching, Simon and three independent non-executive Directors, namely Mr. Chan, Dennis Yin Ming, Mr. Li Wangrong and Ms. Liang Jing.

** For identification purpose only*