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INTERNATIONAL BUSINESS SETTLEMENT HOLDINGS LIMITED

國際商業結算控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00147)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 22 SEPTEMBER 2017, RETIREMENT OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

Reference is made to the circular of International Business Settlement Holdings Limited (the “**Company**”) dated 25 August 2017 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

POLL RESULTS OF THE AGM

The board of Directors (the “**Board**”) of the Company is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 22 September 2017, except for the ordinary resolution 2(a), all the proposed resolutions set out in the notice of the AGM dated 25 August 2017 were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholders**”) by way of poll. The poll results in respect of all the resolutions proposed at the AGM were as follows:

	Ordinary Resolutions	Number of Shares (Approximate percentage)	
		For	Against
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 March 2017	10,925,593,649 (100 %)	0 (0 %)
2.	(a) To re-elect Mr. Luo Feng as an executive director of the Company	577,749,769 (5.29 %)	10,347,843,880 (94.71 %)
	(b) To re-elect Mr. Yuen Leong as an executive director of the Company	10,925,593,649 (100 %)	0 (0 %)
	(c) To re-elect Mr. Hu Jianjun as an executive director of the Company	10,925,593,649 (100 %)	0 (0 %)
	(d) To re-elect Mr. Chan Siu Tat as an independent non-executive director of the Company	10,925,593,649 (100 %)	0 (0 %)

	(e) To re-elect Mr. Shao Ping as an independent non-executive director of the Company	10,925,593,649 (100 %)	0 (0 %)
	(f) To authorize the Board to fix the director's remuneration	10,925,593,649 (100 %)	0 (0 %)
3.	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and to authorize the Board to fix their remuneration	10,925,593,649 (100 %)	0 (0 %)
4.	To grant a general mandate to the Board to issue new shares of the Company	10,497,768,649 (96.08 %)	427,825,000 (3.92 %)
5.	To grant a general mandate to the Board to repurchase shares of the Company	10,498,658,649 (96.09 %)	426,935,000 (3.91 %)
6.	To extend the general mandate granted to the Board to issue new shares by the number of shares repurchased	10,497,768,649 (96.08 %)	427,825,000 (3.92 %)

As at the date of the AGM, the number of issued Shares was 20,319,072,320 Shares, which was also the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. None of the Shareholders was entitled to attend and vote only against the resolutions at the AGM. There was no share entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no Shareholders were required under the Listing Rules to abstain from voting at the AGM.

There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM.

None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Secretaries Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

RETIREMENT OF DIRECTORS

(a) Mr. Luo Feng

As the resolution for the re-election for Mr. Luo Feng (“**Mr. Luo**”) was not passed by the Shareholders at the AGM, he has duly retired from his appointment as executive director and the chairman of the Board, effective from the conclusion of the AGM.

The Board is not aware of any disagreement with Mr. Luo or any matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

(b) Dr. Lam Man Kit Dominic

As set out in the Circular, Dr. Lam Man Kit Dominic (“**Dr. Lam**”) had informed the Company that he will not offer himself for re-election at the AGM as he needs to devote more time to his other business commitments.

Dr. Lam has confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Luo and Dr. Lam for their valuable contribution to the Company during their tenure of services with the Company. Mr. Yuen Leong, Ms. Luan Li and Mr. Hu Jianjun, executive directors of the Company, will be taking up duties and responsibilities of Mr. Luo Feng upon his departure. The business operation of the Group is being supported by a team of senior management which is in turn supported by staff with relevant expertise and experience. The Board believes that the business of the Group does not and will not be affected by the departure of Mr. Luo Feng.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

After the retirement of Dr. Lam, he ceased to act as the chairman of the remuneration committee and a member of each of the nomination committee and the audit committee of the Board.

The Board is pleased to announce that Mr. Chan Siu Tat, an independent non-executive director, has been appointed by the Board as the chairman of the remuneration committee in place of Dr. Lam with effect from 22 September 2017.

Save as disclosed above, the composition of each of the audit committee, nomination committee and remuneration committee has remained unchanged.

By Order of the Board
International Business Settlement Holdings Limited
Yuen Leong
Executive Director

Hong Kong, 22 September 2017

As at the date of this announcement, the Board comprises Mr. Yuen Leong, Ms. Luan Li and Mr. Hu Jianjun as executive directors; and Mr. Yap Yung, Mr. Zhang Guangsheng, Mr. Chan Siu Tat and Mr. Shao Ping as independent non-executive directors.