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世纪阳光

世紀陽光集團控股有限公司

CENTURY SUNSHINE GROUP HOLDINGS LIMITED

(in provisional liquidation)

(for restructuring purposes only)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 509)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 JUNE 2021**

AND

RETIREMENT OF DIRECTOR

AND

**NON-COMPLIANCE WITH RULES 3.10 AND 3.21
OF THE LISTING RULES**

RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular incorporating a notice of annual general meeting of Century Sunshine Group Holdings Limited (the “**Company**”) dated 31 May 2021 (the “**Circular**”). Unless otherwise defined herein, terms used in this announcement shall have the same meaning as defined in the Circular.

At the AGM held on 30 June 2021, all proposed resolutions as set out in the notice of AGM dated 31 May 2021 were taken by way of poll. The poll results are set out as follows:

Ordinary Resolutions			Number of Votes (%)	
			For	Against
1.	To receive and adopt the audited financial statements of the Company and its subsidiaries and reports of the directors of the Company (“ the Director(s) ”) and the auditors for the year ended 31 December 2020.		549,575,190 (99.99%)	1,000 (0.01%)
2.	(a)	(i) To re-elect Mr. Chi Wen Fu as executive Director; and	549,575,190 (99.99%)	1,000 (0.01%)
		(ii) To re-elect Mr. Sheng Hong as independent non-executive Director.	549,575,190 (99.99%)	1,000 (0.01%)
	(b)	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	549,575,190 (99.99%)	1,000 (0.01%)
3.	To appoint HLB Hodgson Impey Cheng Limited as the auditors and to authorise the Board to fix their remuneration.		549,575,190 (99.99%)	1,000 (0.01%)
4.	To grant an unconditional general mandate to the Directors to allot and issue Shares.		549,280,190 (99.95%)	296,000 (0.05%)
5.	To grant an unconditional general mandate to the Directors to repurchase Shares.		549,575,190 (99.99%)	1,000 (0.01%)
6.	To extend the general mandate granted to the Directors to issue Shares by the nominal amount of the Shares repurchased.		549,280,190 (99.95%)	296,000 (0.05%)

As more than 50% of the votes were cast in favour of each of the Resolutions 1 to 6, Resolutions 1 to 6 were passed as ordinary resolutions.

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

As at the date of the AGM, the total number of issued shares of the Company (“**Shares**”) was 4,581,116,843, which was the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There was no share entitling the holder to attend but requiring the holder to abstain from voting in favor of any of the resolutions as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and no shareholder of the Company was required under the Listing Rules to abstain from voting.

RETIREMENT OF DIRECTOR

The Board announces that Mr. Lau Chi Kit (“**Mr. Lau**”) had retired as an independent non-executive director, a member of audit committee and a member of remuneration committee of the Company, with effect from the conclusion of the annual general meeting on 30 June 2021. Mr. Lau has confirmed that there is no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to thank Mr. Lau for his valuable contribution to the Company during his tenure of services.

NON-COMPLIANCE WITH RULES 3.10 AND 3.21 OF THE LISTING RULES

Following the retirement of Mr. Lau, the Company currently has two independent non-executive directors and audit committee members. As such, the requirements of Rules 3.10(1) and 3.21 of the Listing Rules have not been met by the Company. The Company will identify a suitable candidate for appointment as an independent non-executive director and a member of audit committee within three months from the date of retirement of Mr. Lau in order to comply with the requirements of Rules 3.11 and 3.23 of the Listing Rules.

The Company will make further announcement(s) as and when appropriate in relation to any future appointment of a new independent non-executive Director.

By Order of the Board
Century Sunshine Group Holdings Limited
(in provisional liquidation)
(for restructuring purposes only)
Shum Sai Chit
Executive Director

Hong Kong, 30 June 2021

As at the date of this announcement, the Directors are:

Executive Directors : *Mr. Chi Wen Fu, Mr. Shum Sai Chit and Mr. Chi Jing Chao*

Non-executive Director : *Mr. Guo Mengyong*

Independent Non-executive Directors : *Mr. Cheung Sound Poon and Mr. Sheng Hong*