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**天津發展控股有限公司**  
**TIANJIN DEVELOPMENT HOLDINGS LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 882)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 21 JUNE 2023,  
RETIREMENT OF DIRECTORS  
AND  
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that:-

1. all the proposed resolutions as set out in the Notice were duly passed at the AGM by way of poll;
2. Mr. Cheung Wing Yui, Edward retired as non-executive Director by rotation at the conclusion of the AGM;
3. Dr. Cheng Hon Kwan retired as independent non-executive Director by rotation at the conclusion of the AGM and ceased to be the chairman and a member of the remuneration committee, a member of each of the audit committee and the nomination committee of the Company;
4. Mr. Mak Kwai Wing, Alexander retired as independent non-executive Director by rotation at the conclusion of the AGM and ceased to be the chairman and a member of the investment committee, a member of each of the audit committee, the nomination committee and the remuneration committee of the Company;
5. Dr. Loke Yu retired as independent non-executive Director by rotation at the conclusion of the AGM and ceased to be a member of the audit committee of the Company;
6. Mr. Lau Ka Keung has been appointed as the chairman of the remuneration committee of the Company with effect after the conclusion of the AGM; and
7. Mr. Sin Hendrick has been appointed as the chairman of the investment committee of the Company with effect after the conclusion of the AGM.

## POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 21 JUNE 2023

References are made to the circular (the “**Circular**”) of Tianjin Development Holdings Limited (the “**Company**”) and the notice of annual general meeting of the Company (the “**Notice**”), both dated 27 April 2023. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

At the annual general meeting of the Company held on 21 June 2023 (the “**AGM**”), all the proposed resolutions as set out in the Notice were duly passed by way of poll. The poll results are as follows:-

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements, the reports of the directors and independent auditor for the year ended 31 December 2022.	734,713,184 (99.97%)	211,250 (0.03%)
2.	To declare a final dividend of HK5.50 cents per share.	734,924,409 (99.99%)	25 (0.01%)
3.	(a) To re-elect Mr. Teng Fei as Director;	734,806,881 (99.98%)	117,553 (0.02%)
	(b) To re-elect Mr. Sun Lijun as Director;	734,696,612 (99.97%)	227,822 (0.03%)
	(c) To re-elect Mr. Lau Ka Keung as Director;	734,298,881 (99.91%)	625,553 (0.09%)
	(d) To re-elect Mr. Sin Hendrick as Director; and	733,416,881 (99.79%)	1,507,553 (0.21%)
	(e) To authorise the Board to fix their remuneration.	734,924,384 (99.99%)	50 (0.01%)
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as independent auditor and to authorise the Board to fix its remuneration.	734,924,409 (99.99%)	25 (0.01%)
5A.	To grant a general mandate to the Directors to buy back shares not exceeding 10% of the existing total number of shares of the Company in issue. <sup>#</sup>	734,924,409 (99.99%)	25 (0.01%)
5B.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the existing total number of shares of the Company in issue. <sup>#</sup>	708,255,675 (96.37%)	26,668,759 (3.63%)
5C.	To extend the general mandate granted to the Directors to allot, issue and deal with shares by the number of shares bought back. <sup>#</sup>	674,441,650 (91.77%)	60,482,784 (8.23%)
<i>As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.</i>			

<sup>#</sup> Full text of the resolution is set out in the Notice.

As at the date of the AGM, the total number of issued shares of the Company was 1,072,770,125, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting at the AGM. No other persons have stated any intention in the Circular to vote against the proposed resolutions as set out in the Notice or to abstain from voting at the AGM.

Tricor Tengis Limited, the Company's share registrar, acted as scrutineer for the poll at the AGM.

The Directors who attended the AGM either in person or by electronic means are as follows: Dr. Li Xiaoguang, Mr. Teng Fei, Mr. Sun Lijun, Mr. Cheung Wing Yui, Edward, Dr. Cheng Hon Kwan, Ms. Ng Yi Kum, Estella, Mr. Wong Shiu Hoi, Peter, Dr. Loke Yu and Mr. Lau Ka Keung.

## **RETIREMENT OF DIRECTORS**

Reference is also made to the Circular that Mr. Cheung Wing Yui, Edward, non-executive Director, Dr. Cheng Hon Kwan, Mr. Mak Kwai Wing, Alexander and Dr. Loke Yu, independent non-executive Directors, who have served the Board for over ten years, did not offer themselves for re-election and retired by rotation at the conclusion of the AGM.

Mr. Cheung, Dr. Cheng, Mr. Mak and Dr. Loke have confirmed that they have no disagreement with the Board and there is no matter relating to their retirement that needs to be brought to the attention of the Shareholders.

The Board would like to express its gratitude to Mr. Cheung, Dr. Cheng, Mr. Mak and Dr. Loke for their invaluable contributions to the Company during their tenure of office.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Following the aforesaid retirement, Dr. Cheng also ceased to be the chairman and a member of the remuneration committee, a member of each of the audit committee and the nomination committee of the Company; Mr. Mak also ceased to be the chairman and a member of the investment committee, a member of each of the audit committee, the nomination committee and the remuneration committee of the Company; and Dr. Loke also ceased to be a member of the audit committee of the Company.

Mr. Lau Ka Keung and Mr. Sin Hendrick, independent non-executive Directors, have been appointed as the chairman of the remuneration committee and the chairman of the investment committee of the Company respectively, both with effect after the conclusion of the AGM.

By Order of the Board  
**Tianjin Development Holdings Limited**  
**Wang Gang**  
*Chairman and Executive Director*

Hong Kong, 21 June 2023

*As at the date of this announcement, the Board of the Company consists of Mr. Wang Gang, Dr. Li Xiaoguang, Mr. Teng Fei, Mr. Sun Lijun\*, Ms. Ng Yi Kum, Estella\*\*, Mr. Wong Shiu Hoi, Peter\*\*, Mr. Lau Ka Keung\*\* and Mr. Sin Hendrick\*\*.*

\* *non-executive director*

\*\* *independent non-executive director*