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LISI GROUP (HOLDINGS) LIMITED

利時集團（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 526)

POLL RESULTS OF SPECIAL GENERAL MEETING

Lisi Group (Holdings) Limited (the “**Company**”) is pleased to announce the poll results of the resolution proposed at the special general meeting (the “**SGM**”) of the Company held on 27 June 2019 at 3:30 p.m. as follows:

		Number of votes (%)	
		For	Against
	Ordinary Resolution		
1.	(a) To approve, confirm and ratify the Agreement;	4,839,642,668 (100%)	0 (0%)
	(b) To authorise any one director of the Company to do all such acts and sign, seal, execute and deliver all such documents and take all such actions as he/she may consider necessary or desirable for the purpose of or in connection with or to give effect to the Agreement;		
	(c) To approve the allotment and issue of the Consideration Shares in the principal amount of up to HK\$500,000,000 at the issue price of HK\$1.00 per Consideration Share to Valuable Peace Limited and/or its designated party;		
	(d) To grant a specific mandate to the directors of the Company to allot and issue Consideration Shares; and		

Ordinary Resolution		Number of votes (%)	
		For	Against
	(e) To authorise any one director of the Company to do all such acts and sign, seal, execute and deliver all such documents and take all such actions as he/she may consider necessary or desirable for the purpose of or in connection with or to give effect to the allotment and issue of the Consideration Shares.		
The resolution was duly passed as an ordinary resolution.			

Please refer to the circular of the Company dated 28 May 2019 (“**Circular**”) for details of the above resolution and terms used herein shall have the same meanings as defined therein. Tricor Secretaries Limited, the Company’s Hong Kong branch share registrar, was appointed as the scrutineer of the vote-taking at the SGM. As at the date of the SGM, the total number of issued shares of the Company was 7,544,020,391 Shares. The total number of shares entitling the shareholders to attend and vote for or against the resolution at the SGM was 5,750,467,935 Shares. The Vendor Guarantor is the son-in-law of Mr. Tong Shiping (an executive Director) and Ms Cheng Weihong (a non-executive Director) and Mighty Mark Investments Limited, the entire issued share capital of which is owned by Ms Cheng Weihong, is a substantial shareholder of the Company holding 1,389,407,702 Shares (representing approximately 18.42% of the total issued share capital of the Company). As such, Mighty Mark Investments Limited and its associates, which held an aggregate of 1,793,552,456 Shares (representing approximately 23.8% of the total issued share capital of the Company), had control over the voting right in respect of these Shares and being connected persons of the Company with material interests in the Agreement, has abstained from voting in the SGM.

Save as disclosed above, there were no shares entitling the holder to attend and abstain from voting in favour at the SGM as set out in Rule 13.40 of the Listing Rules and there were no shares of holders that are required under the Listing Rules to abstain from voting.

No parties have stated their intention in the Circular to vote against the relevant resolution at the SGM or to abstain from voting at the SGM.

By order of the Board
LISI GROUP (HOLDINGS) LIMITED
Li Lixin
Chairman

Hong Kong, 27 June 2019

As at the date of this announcement, the Board comprises Mr Li Lixin (Chairman), Mr Tong Shiping, Mr Cheng Jianhe and Ms Jin Yaxue being executive Directors, Ms Cheng Weihong being non-executive Director, Mr He Chengying, Mr Cheung Kiu Cho Vincent, Mr Shin Yick Fabian and Mr Kwong Kwan Tong being independent non-executive Directors.