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TAN CHONG INTERNATIONAL LIMITED

陳唱國際有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 693)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 MAY 2017

AND

RETIREMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Poll Results of the Annual General Meeting Held on 26 May 2017

At the annual general meeting (the “AGM”) of Tan Chong International Limited (the “Company”) held on 26 May 2017, all the proposed resolutions as set out in the notice of the AGM dated 21 April 2017 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		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 December 2016.	1,361,604,565 (100%)	0 (0%)
2.	To declare a final dividend for the year ended 31 December 2016.	1,361,604,565 (100%)	0 (0%)
3.	(i) To re-elect Mr. Tan Eng Soon as executive director of the Company.	1,361,604,565 (100%)	0 (0%)
	(ii) To re-elect Mr. Ng Kim Tuck as independent non-executive director of the Company.	1,361,604,565 (100%)	0 (0%)
	(iii) To re-elect Mr. Teo Ek Kee as independent non-executive director of the Company.	1,361,604,565 (100%)	0 (0%)
4.	To authorise the board of directors of the Company to fix directors’ fees.	1,361,604,565 (100%)	0 (0%)
5.	To re-appoint KPMG as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	1,361,604,565 (100%)	0 (0%)
6.	(A) To give a general mandate to the directors to allot, issue and deal with unissued ordinary shares of the Company.	1,343,309,565 (98.656%)	18,295,000 (1.344%)
	(B) To give a general mandate to the directors to buy back the ordinary shares of the Company.	1,361,604,565 (100%)	0 (0%)
	(C) To extend the general mandate granted to the directors pursuant to ordinary resolution no. 6(A).	1,350,428,565 (99.212%)	10,726,000 (0.788%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,013,309,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 2,013,309,000 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM 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**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 21 April 2017 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

Retirement of an Independent Non-executive Director

The Company refers to its announcement dated 29 March 2017, setting out, among other things, the retirement by rotation of Mr. Lee Han Yang (“**Mr. Lee**”) as an independent non-executive director of the Company (“**INED**”) and not offering himself for re-election at the AGM. The board of directors (“**Board**”) of the Company announces that Mr. Lee has ceased to be the INED effective from 26 May 2017. Following his retirement, Mr. Lee also ceased to be the chairman of each of the audit committee, remuneration committee and nomination committee of the Company. Mr. Lee has confirmed that there is no matter in respect of his retirement that needs to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to thank Mr. Lee for his invaluable contribution to the Company during his tenure of office.

Mr. Lee has been invited to be the senior advisor to the Company after his retirement as the INED on 26 May 2017. Mr. Lee has, at the Company’s request, very kindly agreed to remain with the Company as a senior advisor to the Company. The Board is pleased that the Company can continue to benefit from Mr. Lee’s invaluable experience and wisdom.

Pursuant to Rule 3.21 of the Listing Rules, an audit committee of the Company must comprise a minimum of three members and be chaired by an independent non-executive director. Pursuant to Rule 3.25 of the Listing Rules, a remuneration committee of the Company must be chaired by an independent non-executive director and comprising a majority of independent non-executive directors. Upon the retirement of Mr. Lee as the INED, the audit committee of the Company comprises two members only which does not comply with the requirement under Rule 3.21 of the Listing Rules. Furthermore, the remuneration committee of the Company comprises one member only which does not comply with the requirement under Rule 3.25 of the Listing Rules. The Board has been in process of seeking a suitable candidate to fill the vacancy in these committees and expect the vacancy to be filled as soon as practicable in order to comply with Rules 3.21 and 3.25 of the Listing Rules. The Company will make further announcement as and when appropriate.

By Order of the Board
Tan Chong International Limited
Teo Siok Ghee
Liew Daphnie Pingyen
Joint Company Secretaries

Hong Kong, 26 May 2017

Website: <http://www.tanchong.com>

As at the date of this announcement, the executive Directors are Mr. Tan Eng Soon, Mr. Tan Kheng Leong, Mdm. Sng Chiew Huat and Mr. Glenn Tan Chun Hong. Non-executive Director is Mr. Joseph Ong Yong Loke. Independent non-executive Directors are Mr. Ng Kim Tuck, Mr. Azman Bin Badrillah, Mr. Prechaya Ebrahim and Mr. Teo Ek Kee.