

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **CHINA ASIA VALLEY GROUP LIMITED**

### **中亞烯谷集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 63)**

#### **(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JUNE 2021**

**AND**

#### **(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR BECOMING EFFECTIVE**

Reference is made to the circular of China Asia Valley Group Limited (the “**Company**”) dated 17 May 2021 (the “**Circular**”), the notice of annual general meeting dated 17 May 2021 (the “**AGM Notice**”), the form of proxy of the Company (the “**Proxy Form**”) and the announcement of the Company dated 21 June 2021 (the “**Announcement**”) in relation to, amongst others, the annual general meeting of the Company held on 23 June 2021 (the “**AGM**”). Capitalised terms used in this announcement shall have the same meanings as defined in the Circular and the Announcement, unless the content herein requires otherwise.

#### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that all ordinary resolutions proposed at the AGM were duly passed by the Shareholders by way of poll. The poll results in respect of the resolutions proposed at the AGM were as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>NO. OF VOTES (%)</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To adopt the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2020.	310,239,494 (99.999980%)	61 (0.000020%)

ORDINARY RESOLUTIONS			NO. OF VOTES (%)	
			FOR	AGAINST
2.	(i)	To re-elect Mr. Huang Binghuang as executive director.	310,239,494 (99.999980%)	61 (0.000020%)
	(ii)	To re-elect Ms. Xia Ping as executive director.	310,239,494 (99.999980%)	61 (0.000020%)
	(iii)	To re-elect Ms. Wang Lijiao as non-executive director.	310,239,494 (99.999980%)	61 (0.000020%)
	(iv)	To re-elect Mr. Lum Pak Sum as independent non-executive director.	N/A <i>(Note 1)</i>	N/A <i>(Note 1)</i>
	(v)	To re-elect Mr. Duan Rihuang as independent non-executive director.	310,239,494 (99.999980%)	61 (0.000020%)
	(vi)	To authorise the board of Directors of the Company to fix the remuneration of directors.	310,239,494 (99.999980%)	61 (0.000020%)
3.	To re-appoint ZHONGHUI ANDA CPA Limited as auditor of the Company and to authorise the board of directors to fix their remuneration.		310,239,494 (99.999980%)	61 (0.000020%)
4.	To grant a general mandate to the Directors to issue additional shares of the Company not exceeding 20% of the total number of issued Shares of the Company as at the date of passing of this resolution.		310,239,494 (99.999980%)	61 (0.000020%)
5.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued Shares of the Company as at the date of passing of this resolution.		310,239,494 (99.999980%)	61 (0.000020%)
6.	To extend the general mandate granted to the Directors to issue additional shares in the capital of the Company by the total number of shares repurchased by the Company.		310,239,494 (99.999980%)	61 (0.000020%)

*Note 1:* As disclosed in the Announcement, due to the retirement of Mr. Lum Pak Sum, the ordinary resolution numbered 2.(iv) is no longer applicable and was not put forward for consideration and approval by the Shareholders at the AGM.

**As more than 50% of the votes at the AGM were cast in favour all the above resolutions, the resolutions were duly passed as ordinary resolutions of the Company.**

As at the date of the AGM, there were 2,819,102,084 Shares in issue, which was the total number of Shares entitling the holders of which to attend and vote for or against all the above resolutions proposed at the AGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the above resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting at the AGM. No Shareholder has stated his/her/its intention in the Circular to vote against the above resolutions or to abstain from voting at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's branch registrar in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the AGM.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR BECOMING EFFECTIVE**

Reference is made to the Announcement in relation to the retirement and appointment of independent non-executive Directors and change in composition of committees of the Board.

The appointment of Mr. Wang Rongfang (王榮芳) as an independent nonexecutive Director, the chairman of the Remuneration Committee, and a member of each of the Audit Committee and Nomination Committee has become effective upon the conclusion of the AGM.

Mr. Lum Pak Sum has retired as an independent non-executive Director and ceased to be the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee upon the conclusion of the AGM. Mr. Lum Pak Sum did not offer himself for re-election at the AGM due to his other work commitments.

Mr. Lum has confirmed that he has no disagreement with the Board and that there are no matters in relation to his retirement that need to be brought to the attention of the Shareholders.

The Board would like to welcome Mr. Wang on joining the Board and express its appreciation to Mr. Lum for his contribution to the Company during his tenure of office.

Details of the Company's non-compliances with Rules 3.10 and 3.21 of the Listing Rules after the appointment and retirement as disclosed above are set out in the Announcement.

By Order of the Board  
**China Asia Valley Group Limited**  
**Huang Binghuang**  
*Chairman*

Hong Kong, 23 June 2021

*As at the date of this announcement, the Board consists of Mr. Huang Binghuang (Chairman and Chief Executive Officer) and Ms. Xia Ping as executive Directors; Ms. Wang Lijiao as non-executive Director; and Mr. Duan Rihuang and Mr. Wang Rongfang as independent non-executive Directors.*