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GUANGDONG INVESTMENT LIMITED
(粵 海 投 資 有 限 公 司)
(Incorporated in Hong Kong with limited liability)
(Stock Code: 00270)

POLL RESULTS OF THE AGM
RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
CHANGE OF INDEPENDENT AUDITOR

I. Poll Results of the Annual General Meeting held on 23 June 2022

At the annual general meeting of Guangdong Investment Limited (the “Company”) held on 23 June 2022 (the “AGM”), a poll was demanded by the chairman of the meeting for voting on all proposed resolutions as set out in the notice convening the AGM dated 28 April 2022. All resolutions were duly passed by the shareholders of the Company by way of poll at the AGM. The poll results are set out as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements, the Directors’ report and the independent auditor’s report of the Company for the year ended 31 December 2021.	5,658,088,499 (98.60%)	80,551,365 (1.40%)
2.	To declare a Final Dividend for the year ended 31 December 2021.	5,738,715,499 (99.99%)	4,365 (0.01%)
3.	(i) To re-elect Mr. Lin Tiejun as Director.	5,302,625,570 (92.44%)	433,878,294 (7.56%)
	(ii) To re-elect Mr. Tsang Hon Nam as Director.	5,009,704,073 (87.33%)	726,799,791 (12.67%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
	(iii) To re-elect Mr. Cai Yong as Director.	5,281,413,982 (92.07%)	454,625,882 (7.93%)
	(iv) To authorize the Board to fix the remuneration of Directors.	5,681,607,328 (99.01%)	57,032,536 (0.99%)
4.	To appoint KPMG as the independent auditor of the Company, following the retirement of Ernst & Young, to hold office until the conclusion of the next annual general meeting of the Company and authorise the Board of Directors to fix its remuneration.	5,716,231,297 (99.61%)	22,408,567 (0.39%)
5.	To grant a general mandate to the Directors to issue up to 10% of the issued shares of the Company. [#]	3,996,361,117 (69.64%)	1,742,278,747 (30.36%)
6.	To grant a general mandate to the Directors to repurchase up to 10% of the issued shares of the Company. [#]	5,731,890,499 (99.88%)	6,749,365 (0.12%)

[#] The full text of the resolution is set out in the notice of the AGM.

As more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions.

Notes

- (1) As at the date of the AGM, the number of issued shares of the Company was 6,537,821,440 ordinary shares, which was the total number of shares entitling the holders to attend and vote at the AGM. There were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.
- (2) There were no shares entitling the holder to attend and abstain from voting in favour 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").
- (3) No shareholders were required under the Listing Rules to abstain from voting.
- (4) No parties have indicated in the circular to shareholders dated 28 April 2022 that they intend to vote against or to abstain from voting on any resolutions at the AGM.

- (5) The Company's share registrar, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.
- (6) Mr. Lin Tiejun, Mr. Wen Yinheng, Mr. Tsang Hon Nam, Dr. Chan Cho Chak, John, Dr. Cheng Mo Chi, Moses, Mr. Wu Ting Yuk, Anthony and Mr. Li Man Bun, Brian David attended the AGM either in person or by electronic means, and Mr. Hou Wailin, Mr. Cai Yong, Mr. Lan Runing, Mr. Feng Qingchun, Ms. Liang Yuanjuan and Mr. Fung Daniel Richard were unable to attend the AGM.

II. RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the "Board") of the Company announces that Mr. Wu Ting Yuk, Anthony, an Independent Non-Executive Director of the Company, will focus on other matters and did not offer himself for re-election at the AGM upon retirement by rotation in accordance with the Articles of Association of the Company. Accordingly, his directorship with the Company ceased with effect from the conclusion of the AGM, and he also ceased to be the Chairman and a member of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee. Mr. Wu has confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company. The Board would like to express its sincere appreciation to Mr. Wu for his valuable contributions to the Company during his tenure of office.

III. CHANGE OF INDEPENDENT AUDITOR

The Board announces that KPMG was appointed as the independent auditor of the Company at the AGM, following the retirement of Ernst & Young, to hold office until the conclusion of the next annual general meeting of the Company. The Board would like to express its appreciation to Ernst & Young for its services rendered to the Company in the past years.

By Order of the Board
TSANG HON NAM
Director

Hong Kong, 23 June 2022

As at the date of this announcement and upon conclusion of the AGM, the Board of the Company comprises five Executive Directors, namely, Mr. HOU Wailin, Mr. LIN Tiejun, Mr. WEN Yinheng, Mr. TSANG Hon Nam and Ms. LIANG Yuanjuan; three Non-Executive Directors, namely, Mr. CAI Yong, Mr. LAN Runing and Mr. FENG Qingchun; and four Independent Non-Executive Directors, namely, Dr. CHAN Cho Chak, John, Mr. FUNG, Daniel R., Dr. the Honourable CHENG Mo Chi, Moses and Mr. LI Man Bun, Brian David.