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DAPHNE INTERNATIONAL HOLDINGS LIMITED
達芙妮國際控股有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 210)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 25 MAY 2022
AND
AMENDMENTS TO MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 25 May 2022.

The board of directors (the “**Board**”) of Daphne International Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 25 May 2022 (the “**AGM**”), all the resolutions proposed were duly passed by way of poll.

The poll results taken at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the independent auditor for the year ended 31 December 2021.	519,858,445 (100.0000%)	0 (0.0000%)
2.	To re-elect Mr. Chang Chih-Chiao as an executive director of the Company.	519,858,445 (100.0000%)	0 (0.0000%)
3.	To re-elect Mr. Huang Shun-Tsai as an independent non-executive director of the Company.	519,670,445 (99.9638%)	188,000 (0.0362%)
4.	To re-elect Mr. Tan Philip as an independent non-executive director of the Company.	519,858,445 (100.0000%)	0 (0.0000%)
5.	To authorise the board of directors of the Company to fix the directors’ remuneration.	519,858,445 (100.0000%)	0 (0.0000%)

* *for identification purpose only*

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To re-appoint PricewaterhouseCoopers as the Company's independent auditor and to authorise the board of directors to fix their remuneration.	519,858,445 (100.0000%)	0 (0.0000%)
7.	To grant a general mandate to the directors to repurchase shares of the Company.	519,858,445 (100.0000%)	0 (0.0000%)
8.	To grant a general mandate to the directors to allot, issue and deal with shares of the Company.	506,710,445 (97.4708%)	13,148,000 (2.5292%)
9.	To extend the general mandate granted to the directors to issue shares under Resolution No. 8 by adding the number of shares repurchased by the Company under Resolution No. 7.	506,710,445 (97.4708%)	13,148,000 (2.5292%)
10.	To approve the grant of 51,800,000 share options to Mr. Wang Jungang, an executive director of the Company.	517,906,445 (99.6245%)	1,952,000 (0.3755%)
11.	To approve the adoption of the 2022 Share Option Scheme.	517,906,445 (99.6245%)	1,952,000 (0.3755%)
12.	To approve the termination of the 2013 Share Option Scheme.	519,856,445 (99.9996%)	2,000 (0.0004%)
Special Resolution		Number of Votes (%)	
		For	Against
13.	To approve the adoption of the new Memorandum and Articles of Association of the Company.	517,908,445 (99.6249%)	1,950,000 (0.3751%)

* The full text of Resolutions 7 to 13 are set out in the notice of AGM.

As more than 50% of the votes were cast in favour of each of the proposed ordinary resolutions and more than 75% of the votes were cast in favour of the proposed special resolution at the AGM, all such resolutions were duly passed by the shareholders of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 1,814,056,622 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions in the AGM as set out in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and no shareholders were required under the Listing Rules to abstain from voting at the AGM.

There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

None of the shareholders has stated their intention to vote against or to abstain from voting at the AGM on any of the resolutions in the Company's circular dated 14 April 2022 (the "Circular").

Tricor Secretaries Limited, the share registrar of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The executive directors of the Company, Mr. Chang Chih-Kai, Mr. Chang Chih-Chiao and Mr. Wang Jungang and the independent non-executive directors, Mr. Huang Shun-Tsai, Mr. Hon Ping Cho Terence and Mr. Tan Philip attended the AGM.

AMENDMENTS TO MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board hereby announces that the resolution on the proposed amendments to the memorandum and articles of association of the Company has been duly passed as a special resolution at the AGM. For details of the amendments to the memorandum and articles of association, please refer to Appendix IV to the Circular.

The amended and restated memorandum of association and third amended and restated articles of association of the Company will take effect from 25 May 2022, the full text of which is available on the websites of HKEXnews (www.hkexnews.hk) and the Company (www.daphneholdings.com).

By Order of the Board
Daphne International Holdings Limited
Chang Chih-Kai
Chairman

Hong Kong, 25 May 2022

As at the date of this announcement, the Board of the Company comprises three Executive Directors, namely Mr. Chang Chih-Kai, Mr. Chang Chih-Chiao and Mr. Wang Jungang; and three Independent Non-executive Directors, namely Mr. Huang Shun-Tsai, Mr. Hon Ping Cho Terence and Mr. Tan Philip.