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# GIORDANO

## GIORDANO INTERNATIONAL LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 709)**

### POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON MAY 22, 2015

#### POLL RESULTS

At the Annual General Meeting (“AGM”) of Giordano International Limited (“the Company”) held on May 22, 2015, a poll was demanded by the Chairman for voting on each of the proposed resolutions (the “Resolutions”) as set out in the notice of the AGM dated April 21, 2015. The Company is pleased to announce the results of the poll, which are as follows:

RESOLUTIONS		NO. OF VOTES (approximate %)	
		FOR	AGAINST
1.	To receive and adopt the audited financial statements and the reports of the Directors and Auditor for the year ended December 31, 2014.	567,594,195 (100.00%)	0 (0.00%)
2.	To declare a final dividend for the year ended December 31, 2014.	567,594,195 (100.00%)	0 (0.00%)
3.	(i) To re-elect Mr. Dominic Leo Richard IRWIN as an Executive Director.	565,821,681 (99.69%)	1,772,514 (0.31%)
	(ii) To re-elect Mr. CHAN Ka Wai as an Executive Director.	565,563,232 (99.64%)	2,030,963 (0.36%)
	(iii) To re-elect Dr. CHENG Chi Kong, Adrian as a Non-executive Director.	482,047,545 (84.93%)	85,546,650 (15.07%)
	(iv) To re-elect Mr. CHAN Sai Cheong as a Non-executive Director.	565,426,913 (99.62%)	2,167,282 (0.38%)
	(v) To re-elect Mr. KWONG Ki Chi as an Independent Non-executive Director.	566,299,975 (99.77%)	1,294,220 (0.23%)
4.	To re-appoint PricewaterhouseCoopers as the Auditor and to authorize the Directors to fix its remuneration.	567,594,195 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the Directors to issue shares in the Company.	367,844,772 (62.87%)	217,245,423 (37.13%)
6.	To grant a general mandate to the Directors to repurchase shares in the Company.	567,594,195 (100.00%)	0 (0.00%)

7.	To refresh the scheme mandate limit of the share option scheme adopted by the Company on June 9, 2011 (the “Share Option Scheme”) and to authorise the Directors of the Company to grant options under the Share Option Scheme up to the refreshed scheme mandate limit.	384,494,981 (67.74%)	183,099,214 (32.26%)
As more than 50% of the votes cast were in favour of each of the above Resolutions, all the Resolutions were duly passed as ordinary resolutions by the shareholders of the Company at the AGM.			

Notes:

- (1) Number of shares entitling the holder to attend and vote on all the Resolutions at the AGM: 1,570,394,518 shares.
- (2) Number of 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 (“Listing Rules”) at the AGM: Nil.
- (3) Number of shares of holders that are required under the Listing Rules to abstain from voting: Nil.
- (4) Tricor Abacus Limited, branch share registrar of the Company in Hong Kong, acted as the scrutineer at the AGM for the purpose of vote-taking in respect of the Resolutions.

By Order of the Board  
**LAU Kwok Kuen, Peter**  
*Chairman*

Hong Kong, May 22, 2015

As at the date of this announcement, the Directors of the Company are:

Executive Directors: Dr. LAU Kwok Kuen, Peter, Mr. Ishwar Bhagwandas CHUGANI, Mr. Dominic Leo Richard IRWIN and Mr. CHAN Ka Wai;

Non-executive Directors: Dr. CHENG Chi Kong, Adrian and Mr. CHAN Sai Cheong; and

Independent Non-executive Directors: Dr. Barry John BUTTIFANT, Mr. KWONG Ki Chi, Professor LEUNG Kwok and Mr. Simon Devilliers RUDOLPH.