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## 萬隆控股集團有限公司

Ban Loong Holdings Limited

(incorporated in Bermuda with limited liability)

(Stock Code: 30)

# POLL RESULTS OF THE ADJOURNED SPECIAL GENERAL MEETING HELD ON 15 OCTOBER 2018 AND

### EXTENSION OF LONG STOP DATE OF THE SUBSCRIPTION

#### POLL RESULTS OF THE ADJOURNED SGM

The Board wishes to announce that the Resolution set out in the Adjourned SGM Notice was duly passed by way of poll by the Shareholders at the Adjourned SGM held on 15 October 2018.

#### EXTENSION OF LONG STOP DATE

On 15 October 2018, the Company and Yunnan Baiyao Holdings entered into a supplemental agreement to extend the Long Stop Date to 26 November 2018 (unless extended by mutual consent of the parties).

Reference is made to (i) the circular (the "SGM Circular") and the notice (the "Original SGM Notice") both dated 7 September 2018 regarding the special general meeting (the "Original SGM") of Ban Loong Holdings Limited (the "Company") originally scheduled to be held on 28 September 2018 for considering and approving the Subscription by Yunnan Baiyao Holdings under the Specific Mandate constituting a connected transaction; (ii) the Company's supplemental announcement dated 27 September 2018 (the "Adjournment Announcement") in relation to the change of intended use of proceeds of the Subscription and the proposed adjournment of the Original SGM; and (iii) the notice (the "Adjourned SGM Notice") issued by the Company dated 28 September 2018 re-convening the adjourned special general meeting (the "Adjourned SGM") to be held on 15 October 2018. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as defined in the SGM Circular, the Adjournment Announcement and the Adjourned SGM Notice.

#### POLL RESULTS OF THE ADJOURNED SGM

The board (the "**Board**") of directors (the "**Directors**") of the Company wishes to announce that the proposed resolution set out in the Adjourned SGM Notice (the "**Resolution**") was duly passed by way of poll by the Shareholders as an ordinary resolution at the Adjourned SGM held on 15 October 2018.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the Adjourned SGM for the purpose of vote-taking.

The poll results in respect of the Resolution at the Adjourned SGM are as follows:

Ordinary Resolution (Note)	Number of Votes (%)	
	For	Against
To approve, confirm and ratify the Subscription Agreement and all transactions contemplated thereunder, including the issue of 1,000,000,000 Subscription Shares and the Specific Mandate	1,759,175,926 (100%)	0 (0%)

Note: The full text of the Resolution was set out in the Adjourned SGM Notice.

As more than 50% of votes were casted in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company at the Adjourned SGM.

As at the date of Adjourned SGM, the total number of the issued Shares was 5,448,152,160. Yunnan Baiyao Holdings was interested in 908,025,360 Shares as at the date of the Adjourned SGM and has a material interest in the transactions contemplated under the Subscription Agreement. In accordance with the Listing Rules, Yunnan Baiyao Holdings and its associates were required to abstain, and had so abstained, from voting on the Resolution in respect of the Subscription at the Adjourned SGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution at the Adjourned SGM was 4,540,126,800.

Save as disclosed above, to the best of the Director's knowledge, information and belief having made all reasonable enquiries, there were no other Shareholders who are required under the Listing Rules to abstain from voting at the Adjourned SGM, and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the Adjourned SGM as required by Rule 13.40 of the Listing Rules.

#### EXTENSION OF LONG STOP DATE

Under the Subscription Agreement, the Long Stop Date for the fulfillment or waiver of the Conditions was originally fixed for 31 October 2018 (unless extended by mutual consent of the parties). As a result of the adjournment of the Original SGM and in order to allow for more time for the fulfillment of the Conditions, on 15 October 2018, the Company and Yunnan Baiyao Holdings entered into a supplemental agreement to extend the Long Stop Date to 26 November 2018 (unless extended by mutual consent of the parties). Save and except the extension of the Long Stop Date, all other terms and conditions of the Subscription Agreement remain unchanged and in full force and effect in all respects.

As disclosed in the SGM Circular, Completion of the Subscription shall take place within six weeks (i.e. on or before 26 November 2018) after the date of obtaining of the Independent Shareholders' approval on the Subscription and the Specific Mandate at the Adjourned SGM (i.e. 15 October 2018).

# By Order of the Board Ban Loong Holdings Limited Chow Wang

Chairman and Chief Executive Officer

Hong Kong, 15 October 2018

As at the date of this announcement, the Board of the Company comprises:

Executive Directors:

Mr. Chow Wang (Chairman and Chief Executive Officer)

Mr. Chu Ka Wa (Chief Financial Officer)

Mr. Wang Zhaoqing (Chief Operating Officer)

Non-Executive Director:

Mr. Fong For

*Independent Non-executive Directors:* 

Mr. Jiang Zhi

Mr. Leung Ka Kui, Johnny

Ms. Wong Chui San, Susan