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Hysan Development Company Limited

希慎興業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code : 00014)

POLL RESULTS OF THE 2025 ANNUAL GENERAL MEETING, RETIREMENT OF DIRECTOR AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

- (1) The Company is pleased to announce that all the proposed resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM.
- (2) With effect from the conclusion of the AGM:
 - (a) Mr. Poon Chung Yin Joseph retired as an Independent Non-Executive Director and ceased to be the chairman of the Audit and Risk Management Committee and a member of the Nomination Committee;
 - (b) Mr. Churchouse Frederick Peter, an Independent Non-Executive Director, has been appointed as the chairman of the Audit and Risk Management Committee; and
 - (c) Ms. Wong Ching Ying Belinda, an Independent Non-Executive Director, has been appointed as a member of the Nomination Committee.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the AGM, a poll was demanded by the chairman of the AGM for voting on all the proposed resolutions as set out in the Notice of AGM.

As at the date of the AGM, the total number of issued shares of the Company entitling the Shareholders to attend and vote for or against all resolutions is 1,027,008,223. There were no Shares entitling the holders to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. BOCI Trustee (Hong Kong) Limited, as trustee of the Share Award Scheme adopted by the Company on 19 January 2024, held 126 unvested Shares as at the date of this announcement. Save that BOCI Trustee (Hong Kong) Limited was required to abstain from voting on all the proposed resolutions pursuant to Rule 17.05A of the Listing Rules in respect of such unvested Shares, no other Shareholder was required to abstain from voting on the proposed resolutions at the AGM.

All Directors attended the AGM in person.

All resolutions were approved by the Shareholders and the poll results were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the Statement of Accounts for the year ended 31 December 2024 and the Reports of Directors and Auditor thereon	685,643,599 (99.77%)	1,581,827 (0.23%)
2.	(i) To re-elect Churchouse Frederick Peter as a Director	552,036,817 (80.33%)	135,188,609 (19.67%)
	(ii) To re-elect Young Elaine Carole as a Director	619,899,989 (90.20%)	67,325,437 (9.80%)
	(iii) To re-elect Zhang Yong as a Director	619,542,989 (90.15%)	67,682,437 (9.85%)
	(iv) To re-elect Lee Anthony Hsien Pin as a Director	528,712,513 (76.93%)	158,512,913 (23.07%)
	(v) To re-elect Lee Tze Hau Michael as a Director	606,476,036 (88.25%)	80,749,390 (11.75%)
3.	To re-appoint Deloitte Touche Tohmatsu as Auditor and authorise the Directors to fix their remuneration	571,903,608 (83.22%)	115,321,818 (16.78%)
4.	To give the Directors a general mandate to allot, issue and deal with additional shares in the Company not exceeding 10% of the number of its issued shares and the discount for any shares to be issued shall not exceed 10% [#]	619,327,730 (90.12%)	67,899,696 (9.88%)
5.	To give Directors a general mandate to repurchase shares in the Company not exceeding 10% of the number of its issued shares [#]	686,906,326 (99.95%)	323,100 (0.05%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.			
[#] Please refer to the Notice of AGM for the full text of the resolutions.			

Tricor Investor Services Limited, the Company's registrar, acted as the scrutineer for the poll at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Poon Chung Yin Joseph, after having served on the Board for more than 15 years, retired as an Independent Non-Executive Director with effect from the conclusion of the AGM in order to spend more time pursuing his personal interests and other business commitment. Following his retirement, Mr. Poon ceased to be the chairman of the Audit and Risk Management Committee and a member of the Nomination Committee.

Mr. Poon has confirmed that he has no disagreement with the Board and that he is not aware of any matters relating to his retirement that needs to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude and appreciation to Mr. Poon for his valuable advice and contributions to the Company during his tenure of office in the past years.

CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

The Board further announces that, in light of the retirement of Mr. Poon as abovementioned, the Nomination Committee recommended and the Board resolved to appoint Mr. Churchouse Frederick Peter, an Independent Non-Executive Director, as the chairman of the Audit and Risk Management Committee, and appoint Ms. Wong Ching Ying Belinda, an Independent Non-Executive Director, as a member of the Nomination Committee, both with effect from the conclusion of the AGM.

With effect from the conclusion of the AGM, the composition of the Audit and Risk Management Committee and the Nomination Committee are as follows:

Audit and Risk Management Committee

Churchouse Frederick Peter (Committee Chairman)

Zhang Yong

Lee Anthony Hsien Pin

Nomination Committee

Lee Irene Yun-Lien (Committee Chairman)

Chung Cordelia

Churchouse Frederick Peter

Wong Ching Ying Belinda

Lee Chien

Definitions

Unless the context otherwise requires, capitalized terms used in this announcement shall have the following meanings:

“AGM” or “Annual General Meeting”	the annual general meeting of the Company held on 5 June 2025;
“Audit and Risk Management Committee”	audit and risk management committee of the Company;
“Auditor”	auditor of the Company;
“Board”	the board of Directors;
“Board Committee(s)”	the board committee(s) of the Company;
“Company”	Hysan Development Company Limited, a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 00014);
“Director(s)”	the director(s) of the Company;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;

“Independent Non-Executive Director”	independent non-executive director of the Company;
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Mr. Poon”	Mr. Poon Chung Yin Joseph;
“Nomination Committee”	nomination committee of the Company;
“Notice of AGM”	the notice of the AGM dated 31 March 2025;
“Shareholder(s)”	shareholders of the Company; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

By Order of the Board
Lee Irene Yun-Lien
Chairman

Hong Kong, 5 June 2025

*As at the date of this announcement, the Board comprises: Lee Irene Yun-Lien (Chairman), Lui Kon Wai (Executive Director and Chief Operating Officer), Chung Cordelia**, Churchouse Frederick Peter**, Wong Ching Ying Belinda**, Young Elaine Carole**, Zhang Yong**, Lee Anthony Hsien Pin* (Lee Irene Yun-Lien as his alternate), Lee Chien* and Lee Tze Hau Michael*.*

* *Non-Executive Directors*

** *Independent Non-Executive Directors*

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