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SMIT HOLDINGS LIMITED

國微控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2239)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 6 DECEMBER 2019

The board (the “**Board**”) of directors (the “**Director(s)**”) of SMIT Holdings Limited (the “**Company**”) is pleased to announce that the resolution set out in its notice (the “**Notice**”) of extraordinary general meeting dated 18 November 2019 (the “**Resolution**”) was passed by poll voting at the extraordinary general meeting held on 6 December 2019 (the “**EGM**”). The poll results in respect of the Resolution proposed at the EGM are set out as follows:

ORDINARY RESOLUTION		Number of votes (Approximate %)	
		FOR	AGAINST
1	To approve the Property Leasing Framework Agreement, the transactions contemplated thereunder and the proposed annual caps under the Property Leasing Framework Agreement.	5,981,744 (100%)	0 (0%)

Please refer to the Notice for the full text of the above resolution.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was passed as ordinary resolution of the Company.

The total number of shares entitling the shareholders of the Company (the “**Shareholders**”) to attend and vote on the Resolution was 318,217,861 shares, which is the total number of shares of the Company in issue as at the date of the EGM.

As at the date of the EGM, Mr. Huang Xueliang (“**Mr. Huang**”) was interested in 5,043,624 shares and also held 100% interest in Green Flourish Limited, 100% interest in Infortune International Limited and 50% interest in Statemicroelectronics International Co., Ltd., while Green Flourish Limited, Infortune International Limited and Statemicroelectronics International Co., Ltd. (each an associate of Mr. Huang pursuant to Rule 14A of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) were interested in 128,656,454 shares, 13,965,149 shares and 15,957,463 shares respectively. As Mr. Huang has material interest in the Property Leasing Framework Agreement, each of Mr. Huang, Green Flourish Limited, Infortune International Limited and Statemicroelectronics International Co., Ltd. has abstained from voting on the Resolution at the EGM.

Save as disclosed above, to the best knowledge, information and belief of the Directors, no other Shareholder has a material interest in the Property Leasing Framework Agreement and the transactions contemplated thereunder, therefore, no other Shareholder was required to abstain from voting on the Resolution under the Listing Rules.

No Shareholder was only entitled to attend and abstain from voting in favour of the Resolution as set out in Rule 13.40 of the Listing Rules. None of the shareholders has stated their intention in the Company’s circular dated 18 November 2019 to vote against or to abstain from voting on the Resolution at the EGM. Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as scrutineer for the vote-taking at the EGM.

By order of the Board
SMIT Holdings Limited
Mr. Huang Xueliang
Chairman

Hong Kong, 6 December 2019

As at the date of this announcement, the executive Directors are Mr. Huang Xueliang (chairman and chief executive officer), Mr. Shuai Hongyu and Mr. Loong, Manfred Man-tsun; the non-executive Directors are Mr. Kwan, Allan Chung-yuen and Mr. Gao Songtao; and the independent non-executive Directors are Mr. Zhang Junjie, Mr. Woo Kar Tung, Raymond and Mr. Jin Yufeng.