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LEE & MAN CHEMICAL COMPANY LIMITED

理文化工有限公司

(Incorporated in the Cayman Islands with limited liability)

Website: <http://www.leemanchemical.com>

(Stock Code: 746)

EXTRAORDINARY GENERAL MEETING – POLL RESULTS

The Board is pleased to announce that on 14 July 2017, the Company held the EGM at which the ordinary resolutions proposed in the EGM Notice were duly passed.

The board of directors (the “Board”) of Lee & Man Chemical Company Limited (the “Company”) is pleased to announce that, at the extraordinary general meeting (the “EGM”) held on 14 July 2017, the ordinary resolutions proposed in the notice of the EGM dated 26 June 2017 (the “EGM Notice”) were duly passed by the shareholders of the Company (the “Shareholders”) present thereat by way of poll. Tricor Secretaries Limited acted as the scrutineer for the purpose of vote-taking. The number of shares of the Company (the “Shares”) representing the votes cast for or against the resolutions voted upon by the Shareholders at the EGM were as follows:

Ordinary Resolutions		No. of Shares (%)	
		For	Against
1.	To approve and adopt a new share option scheme (“Resolution No. 1”).	679,229,189 (98.00%)	13,864,124 (2.00%)
2.	To grant share options up to 10% of the total issued shares of the Company to Mr. Lee Man Yan (“Resolution No. 2”).	60,479,189 (81.35%)	13,864,124 (18.65%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.

Notes:

- (1) Number of issued shares of the Company as at the date of the EGM: 825,000,000 Shares.
- (2) Number of shares entitling the holders to attend and vote at the EGM:

For Resolution No. 1: 825,000,000 Shares.

For Resolution No. 2: 206,250,000 Shares.
- (3) Number of shares entitling the holders 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 (the “Listing Rules”) at the EGM:

For Resolution No. 1: Nil.

For Resolution No. 2: 618,750,000 Shares.
- (4) Number of shares for holders required under the Listing Rules to abstain from voting at the EGM:

For Resolution No. 1: Nil.

For Resolution No. 2: 618,750,000 Shares.

Mr. Lee Man Yan, his associates and all core connected persons of the Company were required to abstain from voting on Resolution No. 2 under the Listing Rules. As at the date of the EGM, Fortune Star Tradings Ltd. (“Fortune Star”) held 618,750,000 Shares and is the Company’s controlling shareholder. As Fortune Star is owned by Mr. Lee Man Yan as to 45%, Fortune Star is an associate of Mr. Lee Man Yan for the purpose of the Listing Rules and was required to abstain and did abstain from voting on Resolution No. 2 as set out in the circular of the Company dated 26 June 2017.

By Order of the Board
Lee & Man Chemical Company Limited
Wai Siu Kee
Chairman

Hong Kong, 14 July 2017

As at the date of this announcement, the Board of the Company comprises four executive directors, namely, Ms. Wai Siu Kee, Mr. Lee Man Yan, Professor Chan Albert Sun Chi and Mr. Yang Zuo Ning and three independent non-executive directors, namely Mr. Wong Kai Tung, Tony, Mr. Wan Chi Keung, Aaron and Mr. Heng Victor Ja Wei.