

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



大灣區投資控股集團有限公司

GREATER BAY AREA INVESTMENTS GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 00261)

POLL RESULTS OF THE SPECIAL GENERAL MEETING

HELD ON 19 AUGUST 2019

AND

**TERMINATION OF THE PROPOSED CAPITAL REORGANISATION AND
THE PROPOSED CHANGE IN BOARD LOT SIZE**

References are made to (i) the announcement of Greater Bay Area Investments Group Holdings Limited (the “**Company**”) dated 4 July 2019; (ii) the notice of the special general meeting of the Company dated 26 July 2019 (the “**Notice of SGM**”); and (iii) the circular of the Company dated 26 July 2019 (the “**Circular**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE SGM

The poll results in respect of the special resolution and ordinary resolution proposed at the SGM were as follows:

SPECIAL RESOLUTION		Number of votes cast (%)		Total number of votes cast
		For	Against	
1.	To approve the proposed Capital Reorganisation which comprises the Share Consolidation, the Capital Reduction, the Credit Transfer and the Capital Increase.	28,530,811,929 (36.81%)	48,969,644,014 (63.19%)	77,500,455,943 (100%)

ORDINARY RESOLUTION		Number of votes cast (%)		Total number of votes cast
		For	Against	
1.	To approve the proposed Change in Board Lot Size.	28,530,811,929 (36.81 %)	48,969,644,014 (63.19 %)	77,500,455,943 (100%)

Notes:

1. *The number and percentage of votes cast are based on the total number of Shares actually voted by the Shareholders at the SGM in person (or where a corporate representative is allowed, by a duly authorised corporate representative) or by proxy.*
2. *The description of the resolutions above is by way of summary only. The full text of all the resolutions was set out in the Notice of SGM.*

The special resolution for approving the proposed Capital Reorganisation was not passed by Shareholders by way of poll at the SGM as less than 75% of the votes were cast in favour of the special resolution. The ordinary resolution for approving the proposed Change in Board Lot Size was also not passed as less than 50% of the votes were cast in favour of the ordinary resolution.

As at the date of the SGM, the total number of Shares in issue was 183,846,100,000 Shares. There was no Share of the holder that was required under the Listing Rules to abstain from voting on any of the special resolution and ordinary resolution at the SGM, and there was also no Share entitling the holder to attend and abstain from voting in favour of any of the special resolution and ordinary resolution at the SGM as set out in Rule 13.40 of the Listing Rules. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the special resolution and ordinary resolution at the SGM was 183,846,100,000 Shares, representing 100% of the total number of issued Shares as at the date of the SGM.

Tricor Tengis Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

No party has stated its intention in the Circular that it would vote against any resolution or that it would abstain from voting at the SGM.

TERMINATION OF THE PROPOSED CAPITAL REORGANISATION AND THE PROPOSED CHANGE IN BOARD LOT SIZE

As disclosed in the Circular, the Capital Reorganisation is conditional upon, among other things, the passing of a special resolution by the Shareholders at the SGM. Since such special resolution was not passed, the Capital Reorganisation has not become unconditional. As such, the Capital Reorganisation will not proceed.

Since the Change in Board Lot Size is subject to the passing of the special resolution of the Capital Reorganisation and such special resolution was not passed by the Shareholders; and the ordinary resolution to approve the Change in Board Lot Size was also not passed by the Shareholders, the Change in Board Lot Size has not become unconditional and as such, the Change in Board Lot Size will not proceed.

The expected timetable for the implementation of the Capital Reorganisaion and the Change in Board Lot Size as set out in the Circular will terminate with immediate effect.

By Order of the Board of
GREATER BAY AREA
INVESTMENTS GROUP HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 19 August 2019

As at the date of this announcement, the executive directors of the Company are Mr. Mak Shiu Tong, Clement, Ms. Cheng Yuk Ching, Flora and Mr. Tam Ngai Hung, Terry; and the independent non-executive directors of the Company are Mr. Chow Siu Ngor, Mr. Lau Ho Kit, Ivan and Mr. Tam King Ching, Kenny.