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**JIANGNAN GROUP LIMITED**

江南集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1366)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

All resolutions as set out in the notice of AGM dated 7 April 2017 were duly passed by way of poll at the AGM held on 19 May 2017.

The board (“**Board**”) of directors of Jiangnan Group Limited (“**Company**”) is pleased to announce that all resolutions as set out in the notice of annual general meeting of the Company (“**AGM**”) dated 7 April 2017 were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll at the AGM held on 19 May 2017.

Ordinary resolutions		Number of votes and percentage	
		For	Against
1	To receive and approve the reports of the directors of the Company and the Company’s auditors for the year ended 31 December 2016.	1,528,960,600 (100.00%)	0 (0.00%)
2	To approve the declaration of payment of a final dividend of HK3.1 cents per share for the year ended 31 December 2016.	1,528,960,600 (100.00%)	0 (0.00%)
3a	To re-elect Mr. Jiang Yongwei as a director of the Company.	1,518,629,800 (99.32%)	10,330,800 (0.68%)
3b	To re-elect Mr. Yang Rongkai as a director of the Company.	1,494,965,600 (97.78%)	33,995,000 (2.22%)
3c	To re-elect Mr. Poon Yick Pang Philip as a director of the Company.	1,459,746,599 (95.47%)	69,214,001 (4.53%)
3d	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	1,524,386,800 (100.00%)	0 (0.00%)
4	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and authorise the board of directors of the Company to fix their remuneration.	1,528,960,600 (100.00%)	0 (0.00%)
5(A)	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the shares of the Company.	1,336,090,000 (87.39%)	192,870,600 (12.61%)
5(B)	To grant a general mandate to the directors of the Company to purchase the shares of the Company.	1,524,486,800 (100.00%)	0 (0.00%)

5(C)	To add the number of the shares of the Company repurchased by the Company to the total number of shares of the Company which may be allotted and issued under the general mandate granted to the directors of the Company under resolution numbered 5(A).	1,351,090,200 (88.37%)	177,870,400 (11.63%)
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*Note: The full text of resolutions 5(A), 5(B) and 5(C) were set out in the notice of AGM dated 7 April 2017.*

As more than 50% of the votes were cast in favour of the resolutions proposed at the AGM, the resolutions were duly passed by the Shareholders as ordinary resolutions of the Company.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the issued share capital of the Company was 4,078,866,000 shares and the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 4,078,866,000. None of the Shareholders was entitled to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No Shareholder was required to abstain from voting in respect of any resolution proposed at the AGM and no Shareholder has stated his/her/its intention in the circular of the Company dated 7 April 2017 in connection with the convening of the AGM to vote against or would abstain from voting in respect of any resolution proposed at the AGM.

On behalf of the Board  
**Jiangnan Group Limited**  
**Chu Hui**  
*Chairman*

19 May 2017

*As at the date of this announcement, the Board comprises the following members:*

*Executive directors*

Mr. Chu Hui  
*(Chairman and Chief executive officer)*  
Ms. Xia Yafang  
*(Executive vice-president)*  
Mr. Jiang Yongwei  
*(Vice-president)*  
Mr. Hao Minghui

*Independent non-executive directors*

Mr. He Zhisong  
Mr. Yang Rongkai  
Mr. Poon Yick Pang, Philip