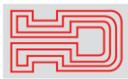


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**Hysan 希慎**  
**Hysan Development Company Limited**  
**希慎興業有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
 (Stock Code : 00014)

**POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING,  
 CHANGE OF DIRECTORS  
 AND  
 CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

**POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING**

At the 2023 AGM of the Company, a poll was demanded by the chairman of the 2023 AGM for voting on all the proposed resolutions as set out in the Notice of AGM.

As at the date of the 2023 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 was no restriction on Shareholders to cast votes on the proposed resolutions at the 2023 AGM.

Lee Irene Yun-Lien, Lui Kon Wai, Churchouse Frederick Peter, Fan Yan Hok Philip, Poon Chung Yin Joseph, Wong Ching Ying Belinda, Young Elaine Carole, Lee Anthony Hsien Pin, Lee Chien and Lee Tze Hau Michael attended the 2023 AGM in person or by electronic means.

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 2022 and the Reports of the Directors and Auditor thereon	804,127,657 (99.75%)	1,984,374 (0.25%)
2.	(i) To re-elect Lee Irene Yun-Lien as a Director	656,771,930 (81.47%)	149,340,101 (18.53%)
	(ii) To re-elect Churchouse Frederick Peter as a Director	798,189,143 (99.02%)	7,919,888 (0.98%)
	(iii) To re-elect Lee Chien as a Director	701,098,974 (86.97%)	105,013,057 (13.03%)
	(iv) To re-elect Lee Tze Hau Michael as a Director	763,822,897 (94.75%)	42,289,134 (5.25%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and authorize the Directors to fix their remuneration	667,149,588 (82.76%)	138,962,443 (17.24%)
4.	To give 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% <sup>#</sup>	720,849,610 (89.42%)	85,262,421 (10.58%)
5.	To give Directors a general mandate to repurchase shares in the Company not exceeding 10% of the number of its issued shares <sup>#</sup>	804,339,933 (99.78%)	1,772,089 (0.22%)
<b>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.</b>			
<sup>#</sup> Please refer to the Notice of AGM for the full text of the resolutions.			

Tricor Standard Limited, the Company's Registrar, acted as the scrutineer for the poll at the 2023 AGM.

## **RETIREMENT OF NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. Jebsen Hans Michael, after having served on the Board for more than 29 years, retired as a Non-Executive Director with effect from the conclusion of the 2023 AGM in order to spend more time pursuing his personal interests and other business commitment. Following his retirement, Mr. Jebsen ceased to be the chairman of the Sustainability Committee.

Mr. Jebsen 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. Jebsen for his valuable advice and contributions to the Company during his tenure of office in the past years.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce the appointment of Ms. Chung Cordelia as an Independent Non-Executive Director, a member of the Remuneration Committee and the Nomination Committee with effect from the conclusion of the 2023 AGM.

Ms. Chung, aged 63, has extensive multinational experiences specialising in information technology, with knowledge in building industry. She has trained and practised as a lawyer. Ms. Chung had spent over 20 years with IBM China/Hong Kong Limited ("IBM"). She was the first Asian female executive to serve on the IBM chairman and chief executive officer's strategy team, responsible for setting global directions for the company. She held senior leadership positions at IBM, including regional general manager for Southeast Asian countries, general manager for Hong Kong and Macau and general counsel for Asia Pacific. Ms. Chung holds a Bachelor of Laws (Hons) degree from the University of Hong Kong.

Ms. Chung currently serves as an independent non-executive director of Hang Seng Bank Limited (listed on the Main Board of the Stock Exchange (Stock Code: 00011)), and a non-executive director of each of Arup Group Limited and Hong Kong Science and Technology Parks Corporation. She is the chairman of Maryknoll Convent School Foundation Limited and a consultant at Raymond T.Y. Chan, Victoria Chan & Co. Ms. Chung also serves as a member of the Court of City University of Hong Kong, a member of the Human Resources Planning Commission of the HKSAR Government and a member of the Research Grants Council of the HKSAR Government. Ms. Chung was awarded the Directors of the Year Award 2022 for "Statutory/Non-profit-distributing Organisations Non-Executive Directors" by The Hong Kong Institute of Directors.

Ms. Chung was previously a non-executive director of Grosvenor Asia Pacific Limited, a member of Dalian Committee of the Chinese People's Political Consultative Conference and the Personal Data (Privacy) Advisory Committee of the Office of the Privacy Commissioner for Personal Data, Hong Kong. Ms. Chung was also a trustee of the board, the chairman of promotion and development committee and member of audit and risk committee of the Singapore University of Technology and Design.

In accordance with the Articles of Association, Ms. Chung will hold office until the next AGM to be held in 2024 and will be eligible for re-election.

Ms. Chung will receive a Director's fee of HK\$280,000 per annum and fees of HK\$45,000 and HK\$30,000 per annum for serving as a member of the Remuneration Committee and the Nomination Committee, respectively, with effect from the conclusion of the 2023 AGM. Director's fees are subject to Board's review from time to time having considered the level of responsibility, experience and abilities required of, the level of care and amount of time required and the fees offered for, similar positions in comparable companies. She receives no other compensation from, and has no service contract with, the Company or any of its subsidiaries.

Save as disclosed above, Ms. Chung did not hold any directorship in other listed public companies in the last three years or any position within the Group.

As at the date of this announcement, Ms. Chung does not have any interest in the shares of the Company within the meaning of Part XV of the SFO nor any relationship with any Directors, senior management or substantial or controlling shareholders of the Company. Save as disclosed above, there is no other information that should be disclosed under Rule 13.51(2)(h) to (v) of the Listing Rules nor any other matter that needs to be brought to the attention of the Shareholders in relation to the above appointment.

The Directors welcome Ms. Chung to the Board.

## **CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

The Board further announces that, in light of the retirement of Mr. Jebson as abovementioned, the Nomination Committee recommended and the Board resolved to appoint Ms. Young Elaine Carole, an Independent Non-Executive Director, as the chairman of the Sustainability Committee, with effect from the conclusion of the 2023 AGM.

Upon review of the existing composition of the Board Committees by the Nomination Committee, the Board resolved that following the appointment of Ms. Chung as a member of the Remuneration Committee and the Nomination Committee, Mr. Poon Chung Yin Joseph and Mr. Fan Yan Hok Philip would cease to be a member of the Remuneration Committee and the Nomination Committee, respectively.

With effect from the conclusion of the 2023 AGM, the composition of the Remuneration Committee, the Nomination Committee and the Sustainability Committee are as follows:

### **Remuneration Committee**

Fan Yan Hok Philip (Committee Chairman)  
Chung Cordelia  
Churchouse Frederick Peter

### **Nomination Committee**

Lee Irene Yun-Lien (Board and Committee Chairman)  
Chung Cordelia  
Churchouse Frederick Peter  
Poon Chung Yin Joseph  
Lee Chien

### **Sustainability Committee**

Young Elaine Carole (Committee Chairman)  
Wong Ching Ying Belinda  
Lee Tze Hau Michael

## Definitions

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

“2023 AGM” or “2023 Annual General Meeting”	the Annual General Meeting held on 16 May 2023;
“AGM” or “Annual General Meeting”	the annual general meeting of the Company;
“Articles of Association”	the articles of association 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;
“Group”	the Company and its subsidiaries;
“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”	Rules Governing the Listing of Securities on the Stock Exchange;
“Ms. Chung”	Ms. Chung Cordelia;
“Mr. Jebesen”	Mr. Jebesen Hans Michael;
“Nomination Committee”	nomination committee of the Company;
“Non-Executive Director”	non-executive director of the Company;
“Notice of AGM”	the notice of 2023 AGM dated 31 March 2023;
“Remuneration Committee”	remuneration committee of the Company;
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Shareholder(s)”	shareholders of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“Sustainability Committee”	sustainability committee of the Company.

By Order of the Board  
**Lee Irene Yun-Lien**  
*Chairman*

Hong Kong, 16 May 2023

*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\*\*, Fan Yan Hok Philip\*\*, Poon Chung Yin Joseph\*\*, Wong Ching Ying Belinda\*\*, Young Elaine Carole\*\*, 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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