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DESON CONSTRUCTION INTERNATIONAL HOLDINGS LIMITED

迪臣建設國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8268)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 AUGUST 2020

The board of directors (the “**Board**”) of Deson Construction International Holdings Limited (“**the Company**”) is pleased to announce that at the annual general meeting of the Company held on 20 August 2020 (the “**AGM**”), all proposed ordinary resolutions and special resolution (the “**Resolutions**”) as set out in the notice of the AGM dated 29 June 2020 (the “**AGM Notice**”) were duly passed by the Shareholders of the Company by way of poll.

Reference is made to the AGM Notice and the circular of the Company dated 29 June 2020 (the “**Circular**”). Unless otherwise defined, terms used herein shall have the same meaning as in the Circular.

The poll results of the AGM were as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of number of votes cast (%)		
		For	Against	Total number of votes cast
1.	To receive and adopt the audited consolidated financial statements and the reports of directors and auditor of the Company for the year ended 31 March 2020.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares
2(A).	To consider the re-election of Mr. Hung Kenneth as an executive Director of the Company.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares

Ordinary Resolutions		Number of votes cast and approximate percentage of number of votes cast (%)		
		For	Against	Total number of votes cast
2(B).	To consider the re-election of Mr. Wong Yuk Lun Alan as an independent non-executive Director of the Company.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares
3.	To authorise the board of Directors of the Company to fix the remuneration of the Directors of the Company.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares
4.	To consider the re-appointment of Messrs. Ernst & Young as the auditor of the Company and authorise the board of Directors of the Company to fix their remuneration.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares
5(A).	To give a general mandate to the Directors of the Company to allot shares not exceeding 20% of the issued share capital of the Company.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares
5(B).	To give a general mandate to the Directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares
5(C).	To extend the general mandate in 5(A) above by the amount of repurchased shares.	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares

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

Special Resolution		Number of votes cast and approximate percentage of number of votes cast (%)		
		For	Against	Total number of votes cast
6.	<p>THAT subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “Deson Construction International Holdings Limited” to “Smart City Development Holdings Limited” and the dual foreign name in Chinese of the Company be changed from “迪臣建設國際集團有限公司” to “智城發展控股有限公司” with effect from the date of issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands (the “Proposed Change of Company Name”), and that any one or more of the directors of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents (whether by hand, under seal or as a deed) and make all such arrangements as he/she/they consider necessary, desirable or expedient for the purpose of giving effect to the Proposed Change of Company Name.</p>	289,154,982 Shares (100.00%)	0 Shares (0.00%)	289,154,982 Shares

As more than 75% of the votes were cast in favour of the above Resolution, the above Resolution was passed as special resolution of the Company.

As at the date of the AGM, the total number of issued Shares was 1,000,000,000, being the total number of Shares entitling Shareholders to attend and vote on the Resolutions proposed at the AGM. There were no shares entitling the Shareholder to attend and abstain from voting in favour of the Resolutions at the AGM as set out in rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolutions proposed at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM. Shareholders may refer to the AGM Notice and the Circular for details of the above Resolutions.

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

GENERAL

Subsequent to the passing of the above special Resolution by the Shareholders at the AGM, the Proposed Change of Company Name is still subject to the approval of the Registrar of Companies in the Cayman Islands by way of issue of the Certificate of Incorporation on Change of Name. Upon the Proposed Change of Company Name taking effect and the receipt of the Certificate of Incorporation on Change of Name from the Registrar of Companies in the Cayman Islands, the Company will carry out the necessary filing procedures with the Companies Registry in Hong Kong. The Company will make further announcement(s) on the effective date of the Proposed Change of Company Name and the change in the stock short names once the Proposed Change of Company Name becomes effective.

By Order of the Board
Deson Construction International Holdings Limited
Hung Kenneth
Executive Director

Hong Kong, 20 August 2020

As at the date of this announcement, the Board comprises Mr. Hung Kenneth and Ms. Lau Po Yee as executive Directors; Mr. Wong Yuk Lun Alan, Mr. Lam Wai Hung and Ms. Au Shui Ming Anna as independent non-executive directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the Company's website at www.deson-c.com.