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杉杉品牌運營股份有限公司

Shanshan Brand Management Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1749)

(1) POLL RESULTS OF THE RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING AND CLASS MEETINGS; (2) PAYMENT OF FINAL DIVIDEND; AND (3) RE-ELECTION AND ELECTION OF THE MEMBERS FOR THE SECOND SESSION OF THE BOARD OF DIRECTORS AND THE SUPERVISORY COMMITTEE

Reference is made to the notice of the annual general meeting to be held on Wednesday, 5 June 2019 (the “AGM” and the “AGM Notice”, respectively), the notices of 2019 first H shareholders’ class meeting (the “H Shareholders’ Class Meeting”) and 2019 first domestic shareholders’ class meeting (the “Domestic Shareholders’ Class Meeting”) (collectively, the “Class Meetings”) and the circular (the “Circular”) all dated 18 April 2019 of Shanshan Brand Management Co., Ltd. (the “Company”). Unless the context requires otherwise, terms used herein shall have the same respective meanings as those defined in the above documents.

The Board announces that the Company held the AGM and the Class Meetings at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang, the PRC on Wednesday, 5 June 2019. All the proposed resolutions set out in the respective notices of the AGM and the Class Meetings dated 18 April 2019 were duly passed by way of poll at the AGM and the Class Meetings.

I. POLL RESULTS OF THE AGM

The Board announces that the AGM was duly held at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang, the PRC on Wednesday, 5 June 2019 at 10:00 a.m., at which all the proposed resolutions set out in the AGM Notice were duly passed by the Shareholders as ordinary and special resolutions (as applicable) by way of poll.

As at the date of the AGM, there were 133,400,000 issued Shares, of which 100,000,000 Shares were Domestic Shares and 33,400,000 Shares were H Shares, being the total number of Shares entitling the Shareholders to attend and vote on all the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules.

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM. No person has indicated in the Circular containing the AGM Notice his/her/its intention to abstain from voting on or vote against any of the resolutions proposed at the AGM. The H Shareholders in attendance either in person, by authorised representative or by proxy at the AGM held a total of 1,000 H Shares, representing approximately 0.003% of the total issued H Shares as at the date of the AGM.

The AGM was legally and validly convened in compliance with the laws and regulations of the PRC, including the Company Law of the PRC, and the requirements of the Articles of Association. Mr. Cao Yang, an executive Director, chaired the AGM.

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

The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the work report of the Board for the year ended 31 December 2018.	100,001,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the work report of the Supervisory Committee for the year ended 31 December 2018.	100,001,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the audited consolidated financial statements and report of the independent auditor of the Company for the year ended 31 December 2018.	100,001,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the profits distribution plan of the Company for the year 2018, being the proposed distribution of final dividend of RMB0.06 per Share (pre-tax) for 133,400,000 Shares for the year ended 31 December 2018, which amount to RMB8,004,000 (pre-tax) in aggregate.	100,001,000 (100%)	0 (0%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
5.	To consider and approve the proposed re-election of nine Directors for the second session of the Board for a term of office of three years commencing from the conclusion of the AGM.			
	a. Re-election of Mr. Cao Yang as an executive Director (the “ED”).	100,001,000 (100%)	0 (0%)	0 (0%)
	b. Re-election of Mr. Luo Yefei as an ED.	100,001,000 (100%)	0 (0%)	0 (0%)
	c. Re-election of Ms. Yan Jingfen as an ED.	100,001,000 (100%)	0 (0%)	0 (0%)
	d. Re-election of Mr. Zhuang Wei as a non-executive Director (the “NED”).	100,001,000 (100%)	0 (0%)	0 (0%)
	e. Re-election of Mr. Yang Feng as a NED.	100,001,000 (100%)	0 (0%)	0 (0%)
	f. Re-election of Ms. Hui Ying as a NED.	100,001,000 (100%)	0 (0%)	0 (0%)
	g. Re-election of Mr. Au Yeung Po Fung as an independent non-executive Director (the “INED”).	100,001,000 (100%)	0 (0%)	0 (0%)
	h. Re-election of Mr. Wang Yashan as an INED.	100,001,000 (100%)	0 (0%)	0 (0%)
	i. Re-election of Mr. Wu Xuekai as an INED.	100,001,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the proposed re-election and election of two Supervisors for the second session of the Supervisory Committee for a term of office of three years commencing from the conclusion of the AGM.			
	a. Re-election of Ms. Yang Yi as a Supervisor.	100,001,000 (100%)	0 (0%)	0 (0%)
	b. Election of Mr. Wang Yijun as a Supervisor.	100,001,000 (100%)	0 (0%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
7.	To approve and authorise the Board to determine the remuneration proposal of each of the Directors and Supervisors of the respective second sessions of Board and the Supervisory Committee in accordance to the remuneration policy set by the Remuneration Committee and to authorise the Board to enter into service contracts and/or appointment letters with each of the re-elected Directors and Supervisors subject to such terms and conditions as the Board shall think fit and to do all such acts and things and handle all other related matters as necessary.	100,001,000 (100%)	0 (0%)	0 (0%)
8.	To re-appoint BDO Limited and BDO China Shu Lun Pan Certified Public Accountants LLP as the international auditor and the domestic auditor of the Company for the year 2019, respectively, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to determine their remunerations for the year 2019.	100,001,000 (100%)	0 (0%)	0 (0%)
Special Resolutions*				
9.	To consider and approve the authorisation of a general mandate to the Board to repurchase H Shares.	100,001,000 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the authorisation of a general mandate to the Board to allot, issue and deal with additional Domestic Shares or H Shares during the Relevant Period.	100,001,000 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the proposed amendments to the Articles of Association as set out in Appendix IV to the Circular dated 18 April 2019.	100,001,000 (100%)	0 (0%)	0 (0%)
Ordinary Resolution				
12.	To consider and approve the proposals (if any) put forward at the general meeting by Shareholder(s) holding 3% or more of the Shares carrying the right to vote thereat.	N/A	N/A	N/A

* The full text of the proposed resolutions were set out in the AGM Notice as contained in the Circular.

As the above resolutions numbered 1 to 8 were voted favourably by more than half of the votes attaching to the Shares entitled to vote and held by the Shareholders, present in person, by authorised representative or by proxy at the AGM, these resolutions were duly passed as ordinary resolutions.

As the above resolutions numbered 9 to 11 were voted favourably by more than two-thirds of the votes attaching to the Shares entitled to vote and held by the Shareholders, present in person, by authorised representative or by proxy at the AGM, these resolutions were duly passed as special resolutions.

PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that a resolution regarding the proposed final dividend of RMB0.06 per Share (pre-tax) in respect of the year ended 31 December 2018 was duly passed.

The exchange rate applied by the Company for the calculation of the amount of final dividend for H Shares payable to the H Shareholders in Hong Kong dollars is the average benchmark exchange rate of RMB to Hong Kong dollars for the five calendar days immediately prior to Wednesday, 5 June 2019 (i.e. the date of the AGM) as announced by The People's Bank of China, which is RMB100 = HK\$113.80. Based on such an exchange rate, the final dividend payable for each H Share is HK\$0.068.

Such final dividend is expected to be paid on or before Wednesday, 31 July 2019 to those Shareholders whose names appear on the register of members of the Company on Tuesday, 18 June 2019.

The Company will withhold the enterprise income tax as well as the individual income tax for H Shareholders on the cash dividend as required by law on the basis of the Company's register of members of H Shares on Tuesday, 18 June 2019. The detailed arrangement for the enterprise income tax withholding of non-resident enterprises and individual income tax withholding of individual H Shareholders has been set out in pages 59 and 60 of the Annual Report which had been despatched to the Shareholders on Thursday, 18 April 2019.

All investors are reminded to review the Annual Report carefully. Shareholders are recommended to consult their tax advisers regarding the PRC, Hong Kong and other tax implications arising from or in connection with their holding and disposal of the H Shares.

II. POLL RESULTS OF THE H SHAREHOLDERS' CLASS MEETING

The Board announces that the H Shareholders' Class Meeting was duly held at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang, the PRC, immediately following the conclusion of the AGM held on Wednesday, 5 June 2019, at which the proposed resolution as set out in the notice of the H Shareholders' Class Meeting dated 18 April 2019 (the "**H Shareholders' Class Meeting Notice**") was duly passed by the H Shareholders by way of poll.

As at 5 June 2019, there were 33,400,000 issued H Shares entitling the H Shareholders to attend and vote on the resolution proposed at the H Shareholders' Class Meeting. There were no H Shares entitling the H Shareholders to attend but abstain from voting in favour at the H Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules. No H Shareholder was required under the Listing Rules to abstain from voting on the resolution proposed at the H Shareholders' Class Meeting. No person has indicated in the Circular containing the H Shareholders' Class Meeting Notice his/her/its intention to abstain from voting on or vote against the resolution proposed at the H Shareholders' Class Meeting.

The H Shareholders' Class Meeting was legally and validly convened in compliance with the laws and regulations of the PRC, including the Company Law of the PRC, and the requirement of the Articles of Association. Mr. Cao Yang, an executive Director, chaired the H Shareholders' Class Meeting.

The Company's H share registrar in Hong Kong, Tricor Investor Services Limited, was appointed and acted as the scrutineer for the vote-taking at the H Shareholders' Class Meeting.

The poll results of the H Shareholders' Class Meeting are as follows:

Special Resolution		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the authorisation of a general mandate to the Board to repurchase H Shares.*	1,000 (100%)	0 (0%)	0 (0%)

* The full text of the proposed resolution was set out in the H Shareholders' Class Meeting Notice as contained in the Circular.

As the above resolution numbered 1 was voted favourably by more than two-thirds of the votes attaching to the H Shares entitled to vote and held by the H Shareholders, present in person, by authorised representative or by proxy, at the H Shareholders' Class Meeting, this resolution was duly passed as a special resolution.

III. POLL RESULTS OF THE DOMESTIC SHAREHOLDERS' CLASS MEETING

The Board announces that the Domestic Shareholders' Class Meeting was duly held at Conference Room, Third floor of Building B1, Shanshan New Energy Base, 238 Yunlin Middle Road, Wangchun Industrial Park, Ningbo, Zhejiang, the PRC, immediately following the conclusion of the AGM and the H Shareholders' Class Meeting held on Wednesday, 5 June 2019, at which the proposed resolution as set out in the notice of the Domestic Shareholders' Class Meeting dated 18 April 2019 (the “**Domestic Shareholders' Class Meeting Notice**”) was duly passed by Domestic Shareholders by way of poll.

As at 5 June 2019, there were 100,000,000 issued Domestic Shares entitling the Domestic Shareholders to attend and vote on the resolution proposed at the Domestic Shareholders' Class Meeting. There were no Domestic Shares entitling the Domestic Shareholders to attend but abstain from voting in favour at the Domestic Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules. No Domestic Shareholder was required under the Listing Rules to abstain from voting on the resolution proposed at the Domestic Shareholders' Class Meeting. No person has indicated in the Circular containing the Domestic Shareholders' Class Meeting Notice his/her/its intention to abstain from voting on or vote against the resolution proposed at the Domestic Shareholders' Class Meeting.

The Domestic Shareholders' Class Meeting was legally and validly convened in compliance with the laws and regulations of the PRC, including the Company Law of the PRC, and the requirements of the Articles of Association. Mr. Cao Yang, an executive Director, chaired the Domestic Shareholders' Class Meeting.

The Company's H share registrar in Hong Kong, Tricor Investor Services Limited, was appointed and acted as the scrutineer for the vote-taking at the Domestic Shareholders' Class Meeting.

The poll results of the Domestic Shareholders' Class Meeting are as follows:

Special Resolution		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the authorisation of a general mandate to the Board to repurchase H Shares.*	100,000,000 (100%)	0 (0%)	0 (0%)

* The full text of the proposed resolution was set out in the Domestic Shareholders' Class Meeting Notice as contained in the Circular.

As the above resolution numbered 1 was voted favourably by more than two-thirds of the votes attaching to the Domestic Shares entitled to vote and held by the Domestic Shareholders, present in person, by authorised representative or by proxy at the Domestic Shareholders' Class Meeting, this resolution was duly passed as a special resolution.

IV. RE-ELECTION AND ELECTION OF THE MEMBERS OF THE SECOND SESSION OF THE BOARD AND THE SUPERVISORY COMMITTEE

Following the approval by the Shareholders at the AGM, the Board is pleased to announce that, with effect from 5 June 2019, (i) Mr. Luo Yefei, Mr. Cao Yang and Ms. Yan Jingfen have been re-elected as executive Directors for the second session of the Board, (ii) Mr. Zhuang Wei, Mr. Yang Feng and Ms. Hui Ying have been re-elected as non-executive Directors for the second session of the Board, (iii) Mr. Au Yeung Po Fung, Mr. Wang Yashan and Mr. Wu Xuekai have been re-elected as independent non-executive Directors for the second session of the Board, whose term of service commenced on 5 June 2019 until the expiration of the term of the second session of the Board; and (iv) Ms. Yang Yi has been re-elected and Mr. Wang Yijun has been elected as shareholder representative Supervisors for the second session of the Supervisory Committee.

As announced by the Company on 14 May 2019, Ms. Zhou Danna has been re-appointed as the employee representative Supervisor for the second session of the Supervisory Committee and she together with Ms. Yang Yi and Mr. Wang Yijun formed the second session of the Supervisory Committee. Their terms of service commenced on 5 June 2019 until the expiration of the term of second session of the Supervisory Committee.

In addition, please refer to Appendix II and Appendix III to the Circular for the biographic details of the respective re-elected Directors and re-elected shareholder representative Supervisor and elected shareholder representative Supervisor.

The Company will enter into service contracts and/or appointment letters with the members for the second session of the Board. The Company shall have power to enter into service contracts and/or appointment letters with the members of the second session of the Supervisory Committee.

The remuneration proposal of the Directors will be determined by the Board as authorised by the Shareholders at the AGM in accordance with the applicable laws, regulations and regulatory provisions, and the remuneration policy set by the Remuneration Committee.

As at 5 June 2019, Ms. Wang Cheng (王鉞女士) retired as a shareholder representative Supervisor upon the conclusion of the AGM after the expiration of her term of service. Ms. Wang Cheng has confirmed that she has no disagreement with the Board and there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its appreciation for the service of Ms. Wang Cheng during her tenure.

By Order of the Board
Shanshan Brand Management Co., Ltd.
Zhuang Wei
Chairman

Ningbo, the PRC, 5 June 2019

As at the date of this announcement, the executive Directors are Mr. Cao Yang, Mr. Luo Yefei and Ms. Yan Jingfen; the non-executive Directors are Mr. Zhuang Wei, Mr. Yang Feng and Ms. Hui Ying; and the independent non-executive Directors are Mr. Au Yeung Po Fung, Mr. Wang Yashan and Mr. Wu Xuekai.

In case of any inconsistency between the English and Chinese versions of this announcement, the English text of this announcement shall prevail over the Chinese text.