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AUX

AUX INTERNATIONAL HOLDINGS LIMITED

奧克斯國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2080)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 27 DECEMBER 2018

At the extraordinary general meeting (the “**EGM**”) of AUX International Holdings Limited (the “**Company**”) held on 27 December 2018, the proposed resolutions as set out in the notice of the EGM dated 11 December 2018 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 11 December 2018 (the “**Circular**”) unless otherwise specified.

The poll result in respect of the resolution proposed at the EGM is set out as follows:

Ordinary Resolution		Number of Shares Actually Voted (approximate %)	
		For	Against
1.	<p>(a) the 2018 Supplemental Agreement and a copy of which is tabled at the meeting and marked “A” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder (including, among others, the extension of the term of the 2016 Framework Agreement to 31 December 2020, the revision of the annual caps in respect of the transactions contemplated under the 2016 Framework Agreement for the year ending 31 December 2018 and for the year ending 31 December 2019 to RMB30.0 million and RMB47.7 million respectively, and the setting of the annual cap in respect of the transactions contemplated under the Amended 2016 Framework Agreement for the year ending 31 December 2020 at RMB55.6 million) be and are hereby approved, confirmed and ratified; and</p> <p>(b) any Director or any other person authorised by the board of Directors be and is hereby authorised to do and execute all such acts, matters, deeds, documents and things as he/she may in his/her absolute discretion consider necessary, desirable or expedient for or in connection with the implementation of the 2018 Supplemental Agreement and all transactions and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the 2018 Supplemental Agreement which is in his/her opinion not of a material nature and necessary, desirable or expedient for or in connection with the implementation of the 2018 Supplemental Agreement and all transactions and other matters contemplated thereunder or ancillary thereto, and to effect or implement any other matters referred to in this resolution.</p>	60,448,119 (100%)	0 (0%)

Ordinary Resolution		Number of Shares Actually Voted (approximate %)	
		For	Against
2.	<p>(a) the 2018 Framework Agreement I (marked “B” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the annual caps in respect of the transactions contemplated under the 2018 Framework Agreement I in the amounts of RMB300,000, RMB3,700,000 and RMB3,700,000 for the three years ending 31 December 2018, 31 December 2019 and 31 December 2020 respectively be and are hereby approved; and</p> <p>(c) any Director or any other person authorised by the board of Directors be and is hereby authorised to do and execute all such acts, matters, deeds, documents and things as he/she may in his/her absolute discretion consider necessary, desirable or expedient for or in connection with the implementation of the 2018 Framework Agreement I and all transactions and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the 2018 Framework Agreement I which is in his/her opinion not of a material nature and necessary, desirable or expedient for or in connection with the implementation of the 2018 Framework Agreement I and all transactions and other matters contemplated thereunder or ancillary thereto, and to effect or implement any other matters referred to in this resolution.</p>	<p>2,014,119 (100%)</p>	<p>0 (0%)</p>

Ordinary Resolution		Number of Shares Actually Voted (approximate %)	
		For	Against
3.	<p>(a) the 2018 Framework Agreement II (marked “C” and initialled by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(b) the annual caps in respect of the transactions contemplated under the 2018 Framework Agreement II in the amounts of RMB40,000, RMB400,000 and RMB400,000 for the three years ending 31 December 2018, 31 December 2019 and 31 December 2020 respectively be and are hereby approved; and</p> <p>(c) any Director or any other person authorised by the board of Directors be and is hereby authorised to do and execute all such acts, matters, deeds, documents and things as he/she may in his/her absolute discretion consider necessary, desirable or expedient for or in connection with the implementation of the 2018 Framework Agreement II and all transactions and other matters contemplated thereunder or ancillary thereto, to waive compliance from and/or agree to any amendment or supplement to any of the provisions of the 2018 Framework Agreement II which is in his/her opinion not of a material nature and necessary, desirable or expedient for or in connection with the implementation of the 2018 Framework Agreement II and all transactions and other matters contemplated thereunder or ancillary thereto, and to effect or implement any other matters referred to in this resolution.</p>	<p>2,014,119 (100%)</p>	<p>0 (0%)</p>

Notes:

- (a) As more than 50% of the votes actually cast in respect of each of the above resolutions at the EGM were in favour of the relevant resolution, each of the resolutions set out above was duly passed as an ordinary resolution of the Company.
- (b) As at the date of the EGM, the total number of shares of the Company (the “Shares”) in issue was 374,984,000.
- (c) Mr. Zheng Jian Jiang, Ze Hui Limited and Huiyi Limited and their respective associates, who held and control the voting rights in respect of an aggregate of 219,950,000 Shares as at the date of the EGM, were required under the Listing Rules to abstain, and had abstained as stated in the Circular, from voting at the EGM in respect of the 2018 Supplemental Agreement and the continuing connected transactions contemplated under the Amended 2016 Framework Agreement (including the proposed Amended 2016 Framework Agreement Annual Caps), and the 2018 Framework Agreements and the continuing connected transactions contemplated thereunder (including their respective proposed annual caps).

- (d) The total number of issued shares of the Company entitling the holders to attend and vote on the proposed resolutions at the EGM was 155,034,000 shares.
- (e) There were no shares entitling the holders to attend and abstain from voting in favour of the proposed resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.
- (f) 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 EGM.

By order of the Board
AUX International Holdings Limited
Zheng Jiang
Chairman

Hong Kong, 27 December 2018

As at the date of this announcement, the executive Directors are Mr. Zheng Jiang, Mr. Chan Hon Ki, Ms. Chen Huajuan and Ms. Shen Guoying and the independent non-executive Directors are Mr. Poon Chiu Kwok, Mr. Bau Siu Fung and Ms. Lou Aidong.