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盛洋投資

Gemini Investments (Holdings) Limited

盛洋投資（控股）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 174)

**RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AT THE CONCLUSION OF THE AGM AND
WITHDRAWAL OF ORDINARY RESOLUTION NUMBERED 2(C)
AT THE AGM**

The Board announces that it received a notice of retirement from Mr. DENG on 4 April 2018 notifying the Board that he withdrew his consent to be re-elected as an independent non-executive Director at the AGM and would retire as director of the Company at the conclusion of the AGM.

Due to Mr. DENG's withdrawal of his consent to be re-elected as an independent non-executive Director at the AGM, the ordinary resolution numbered 2(C) in respect of the re-election of him as an independent non-executive Director as set out in the AGM Notice and the AGM Circular will be withdrawn and not be voted at the AGM.

Reference is made to the notice of annual general meeting of Gemini Investments (Holdings) Limited (the "**Company**") dated 16 March 2018 (the "**AGM Notice**") and the circular of the Company dated 16 March 2018 (the "**AGM Circular**") for the annual general meeting of the Company (the "**AGM**") to be held on 20 April 2018 in respect of, among other things, the re-election of directors of the Company ("**Director(s)**").

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AT THE CONCLUSION OF THE AGM

On 4 April 2018, the board of Directors (the "**Board**") received a notice of retirement from Mr. DENG Wei ("**Mr. DENG**"), an independent non-executive Director, notifying the Board that he withdrew his consent to be re-elected as an independent non-executive Director at the AGM and would not offer himself for re-election as an independent non-executive Director at the AGM, and as such would retire as director of the Company at the conclusion of the AGM. Mr. DENG's retirement was approved by the Board on 4 April 2018 and will take effect at the conclusion of the AGM.

Simultaneously with Mr. DENG's retirement as independent non-executive Director, he will also cease to be a member of the audit committee, the nomination committee and the remuneration committee of the Board at the conclusion of the AGM.

Mr. DENG confirmed to the Company that his retirement was due to his intention to focus on his other business commitments. Mr. DENG also confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express appreciation to Mr. DENG for his invaluable contributions to the Company during his tenure of office.

WITHDRAWAL OF ORDINARY RESOLUTION NUMBERED 2(C) AT THE AGM

Due to Mr. DENG's withdrawal of his consent to be re-elected as an independent non-executive Director at the AGM, the ordinary resolution numbered 2(C) in respect of the re-election of him as an independent non-executive Director as set out in the AGM Notice and the AGM Circular is no longer applicable, and will therefore not be considered and be withdrawn and not be voted at the AGM. Save for the above, the other resolutions as set out in the AGM Notice will remain unchanged and will be voted at the AGM.

Shareholders of the Company are reminded to read the AGM Notice, including its notes, for details in respect of other resolutions which will remain scheduled for consideration and approval at the AGM, eligibility for attending the AGM, proxy and other relevant matters. The withdrawal of the aforesaid ordinary resolution numbered 2(C) will not affect the validity of the forms of proxy enclosed with the AGM Circular or any forms of proxy already submitted by shareholders of the Company, except that no votes will be taken or counted for the aforesaid ordinary resolution numbered 2(C).

By Order of the Board
Gemini Investments (Holdings) Limited
LAI Kwok Hung, Alex
Executive Director

Hong Kong, 4 April 2018

As at the date of this announcement, the directors of the Company are as follows:

Executive Directors:

Mr. SUM Pui Ying
Mr. LAI Kwok Hung, Alex

Non-executive Directors:

Mr. LI Ming
Mr. LI Hongbo
Mr. TANG Runjiang

Independent non-executive Directors:

Mr. LAW Tze Lun
Mr. LO Woon Bor, Henry
Mr. DENG Wei