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Ngai Shun Holdings Limited

毅信控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 01246)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 14 JUNE 2016**

The Board is pleased to announce that the Resolutions as set out in the notice of the EGM contained in the Circular were duly approved by the Shareholders by way of poll at the EGM held at 11:00 a.m. on 14 June 2016.

Reference is made to the circular of Ngai Shun Holdings Limited (the “**Company**”) dated 27 May 2016 (the “**Circular**”) in relation to, among other things, the Share Consolidation, the Increase in authorised share capital, the Rights Issue and the re-election of the retiring Director. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The EGM was held at 11:00 a.m. on 14 June 2016 for the Shareholders to consider, and if thought fit, approve the ordinary resolutions in relation to the Share Consolidation, the Increase in authorised share capital, the Rights Issue and the transactions contemplated thereunder and the re-election of the retiring Director as set out in the notice of the EGM contained in the Circular (the “**Resolutions**”). The Board is pleased to announce that the Resolutions were duly approved by the Shareholders by way of poll at the EGM.

As stated in the Circular, any controlling Shareholders and their associates or, where there are no controlling Shareholders, the Directors (excluding the independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the ordinary resolution to approve the Rights Issue. As at the date of the EGM, the Company did not have any controlling Shareholders. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, none of the Directors and the chief executive of the Company have interest in the Shares or underlying securities of the Company.

As at the date of the EGM, the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the EGM was 24,900,000,000 Shares, representing 100% of the total issued share capital of the Company. No Shareholders were required under the Listing

Rules to abstain from voting on the Resolutions at the EGM. In addition, none of the Shareholders has stated his/her intention in the Circular to vote against or to abstain from voting on the Resolutions at the EGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To approve the Share Consolidation and to authorise Director(s) to do all things necessary for implementation of the aforesaid	2,653,233,000 (87.08%)	393,620,000 (12.92%)
2.	To approve the Increase in authorised share capital of the Company	2,654,232,900 (87.26%)	387,620,100 (12.74%)
3.	Subject to the passing of the resolution nos. 1 and 2, to approve the Rights Issue, the Underwriting Agreement (as amended by the Supplemental Underwriting Agreement) and the transactions contemplated thereunder	2,654,232,900 (87.26%)	387,620,100 (12.74%)
4.	To re-elect Mr. Wang Xin as an executive Director	2,690,652,900 (88.45%)	351,200,100 (11.55%)

As more than 50% of the votes were cast in favour of the above Resolutions, the Resolutions were duly passed at the EGM.

DESPATCH OF THE PROSPECTUS DOCUMENTS

The Company will proceed with the Rights Issue in accordance with the tentative timetable as set out in the Circular. The Prospectus Documents are expected to be despatched on 27 June 2016 to the Qualifying Shareholders whose names appear on the register of members of the Company on the Record Date, i.e. 24 June 2016. The Prospectus but not the PAL and EAF is expected to be despatched to the Excluded Shareholders on 27 June 2016 for their information only. Qualifying Shareholders are reminded that the latest time for acceptance of and payment for the Rights Shares is 4:00 p.m. on Tuesday, 12 July 2016.

The Rights Issue is conditional upon the fulfillment of the conditions set out in the Circular. The Underwriter is entitled under the Underwriting Agreement to terminate the Underwriting Agreement on the occurrence of certain events, including but not limited to force majeure. The Rights Issue is also subject to the Underwriter not terminating the Underwriting Agreement. Accordingly, the Rights Issue may or may not proceed.

Any Shareholders or other persons contemplating transferring, selling or purchasing Consolidated Shares and/or Rights Shares in their nil-paid form who are in any doubt about their position are recommended to consult their professional advisers. Any Shareholders or other persons dealing in the Shares or the Consolidated Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled (and the date on which the Underwriter's right of termination of the Underwriting Agreement ceases) and any persons

dealing in the nil-paid Rights Shares during the period from Wednesday, 29 June 2016 to Thursday, 7 July 2016 (both dates inclusive) will accordingly bear the risk that the Rights Issue may not become unconditional and may not proceed.

By order of the Board
Ngai Shun Holdings Limited
Mock Wai Yin
Executive Director and Chairman

Hong Kong, 14 June 2016

As at the date of this announcement, the Company has (i) two executive Directors, namely Mr. Mock Wai Yin and Mr. Wang Xin; (ii) one non-executive Director, namely Mr. Chui Kwong Kau and (iii) three independent non-executive Directors, namely Mr. Lam Chi Wai, Ms. Lau Mei Ying and Ms. Thadani Jyoti Ramesh.

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