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CHEUNG WO INTERNATIONAL HOLDINGS LIMITED

長和國際實業集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00009)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 29 SEPTEMBER 2015

The Board is pleased to announce that the proposed resolution set out in the Notice of the SGM dated 10 September 2015 was duly passed by the Shareholders as an ordinary resolution by way of poll at the SGM held on 29 September 2015.

Reference is made to the circular (the “**Circular**”) of Cheung Wo International Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) dated 10 September 2015 in relation to the subscription agreement dated 12 August 2015 entered into between the Company and the Subscriber, pursuant to which, subject to fulfillment of conditions precedent, the Subscriber agreed to subscribe for the Convertible Notes in the principal amount of US\$30,000,000 (equivalent to approximately HK\$232,551,000). Definitions and terms used in this announcement, unless the context requires otherwise, shall bear the same meanings as defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the proposed resolution in relation to the Subscription Agreement and the transactions contemplated thereunder including the issue of the Convertible Notes and the Specific Mandate for the allotment and issue of the Conversion Shares as set out in the Notice of the SGM dated 10 September 2015 was duly passed by the Shareholders as an ordinary resolution by way of poll at the SGM held on 29 September 2015.

As at the date of the SGM, the Company had 1,507,037,504 Shares in issue. The Guarantor, being the owner of the entire issued share capital of Full Dragon Group Limited, is indirectly interested in 938,309,250 Shares, representing approximately 62.26% of the issued share capital of the Company. Pursuant to the Listing Rules, the Guarantor is required to abstain from voting at the SGM to approve the Subscription Agreement and the transactions contemplated thereunder including the issue of the Convertible Notes and the Specific Mandate for the allotment and issue of the Conversion Shares.

* *For identification purpose only*

Independent Shareholders holding a total of 568,728,254 Shares were entitled to attend and vote for or against the ordinary resolution to approve the Subscription Agreement and the transactions contemplated thereunder including the issue of the Convertible Notes and the Specific Mandate for the allotment and issue of the Conversion Shares.

Save as disclosed above, there were no other Shares entitling the Shareholders to attend and abstain from voting in favour of the proposed resolution at the SGM as set out in Rule 13.40 of the Listing Rules and no Shareholders or their associates were required under the Listing Rules to abstain from voting on the proposed resolution at the SGM. There was no restriction on any Shareholders to cast votes on the proposed resolution at the SGM and there was no party who had stated his/her/its intention in the Circular to the Shareholders dated 10 September 2015 to vote against or to abstain from voting on the proposed resolution at the SGM.

Tricor Standard Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer at the SGM for the vote-taking. The poll results in respect of the resolution at the SGM are as follows:

Ordinary Resolution ^{Note}		No. of Votes (%)	
		For	Against
1.	(a) to approve, confirm and ratify the Subscription Agreement and all the transactions contemplated thereunder including the issue of the Convertible Notes; (b) to grant the Specific Mandate for the allotment and issue of the Conversion Shares to the directors of the Company; and (c) to authorize any one director of the Company to do all things necessary for implementation thereof.	44,424,086 (100%)	0 (0%)

Notes:

- (1) As more than 50% of the votes were cast in favour of the resolution, the above resolution was duly passed as ordinary resolution of the Company.
- (2) The full text of the ordinary resolution is set out in the Notice of SGM.

By order of the Board
Cheung Wo International Holdings Limited
HUI WAI LEE, WILLY
Chairman

Hong Kong, 29 September 2015

As at the date hereof, the Board comprises six Directors, of which the executive Directors of the Company are Mr. Hui Wai Lee, Willy (Chairman), Ms. Law Kee, Alice (Chief Executive Officer) and Mr. Tai Yat Chung; and the independent non-executive Directors are Mr. Tsui Pui Hung, Mr. Tang Ping Sum and Mr. Chiu Sin Nang, Kenny.