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SITOIY GROUP HOLDINGS LIMITED

時代集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1023)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 14 NOVEMBER 2016**

The Board is pleased to announce that all the ordinary resolutions proposed at the Annual General Meeting were duly passed by way of poll.

Reference is made to the circular (the “**Circular**”) of Sitoy Group Holdings Limited (the “**Company**”) dated 12 October 2016. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

Pursuant to Rule 13.39(5) of the Listing Rules, the Board is pleased to announce that the following ordinary resolutions as set out in the notice of the Annual General Meeting dated 12 October 2016 were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 14 November 2016:

Ordinary Resolutions		Number of votes (%)*	
		For	Against
1	To consider, receive and approve the audited consolidated financial statements of the Company and its subsidiaries, the report of the Directors and independent auditors’ report of the Company for the year ended 30 June 2016	827,774,758 (99.9999%)	500 (0.0001%)
2	(a) To declare a final dividend of HK13 cents per share for the year ended 30 June 2016	827,774,758 (99.9999%)	500 (0.0001%)
	(b) To declare a special dividend of HK15 cents per share for the year ended 30 June 2016	827,774,758 (99.9999%)	500 (0.0001%)

Ordinary Resolutions		Number of votes (%)*	
		For	Against
3	(a) To re-elect Mr. Yeung Wo Fai as executive Director	823,454,758 (99.4781%)	4,320,500 (0.5219%)
	(b) To re-elect Mr. Yeung Andrew Kin as executive Director	815,540,982 (98.5220%)	12,234,276 (1.4780%)
	(c) To re-elect Mr. Lung Hung Cheuk as independent non-executive Director	823,483,758 (99.4816%)	4,291,500 (0.5184%)
	(d) To authorise the Board to fix the Directors' remuneration	820,386,758 (99.9999%)	500 (0.0001%)
4	To re-appoint Ernst & Young as auditors of the Company and authorise the Board to fix their remuneration	827,774,758 (99.9999%)	500 (0.0001%)
5	(1) To grant a general unconditional mandate to the Directors to repurchase shares in the Company not exceeding 10% of the total number of issued shares of the Company as at the date of the passing of the relevant resolution	823,109,758 (99.4364%)	4,665,500 (0.5636%)
	(2) To grant a general unconditional mandate to the Directors to allot, issue or otherwise deal with additional shares in the Company not exceeding 20% of the total number of issued shares of the Company as at the date of the passing of the relevant resolution	681,356,384 (82.3118%)	146,418,874 (17.6882%)
	(3) Conditional upon resolutions No. 5(1) and No. 5(2) being passed, the general unconditional mandate granted to the Directors to allot, issue or deal with additional shares of the Company pursuant to resolution No. 5(2) be extended by the addition thereto of such number of shares of the Company repurchased by the Company under the authority granted pursuant to resolution No. 5(1)	681,356,384 (82.3118%)	146,418,874 (17.6882%)

* All percentages are rounded to 4 decimal places.

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions.

As at the date of the Annual General Meeting, the total number of Shares in issued was 1,001,532,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on any of the resolutions at the Annual General Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the Annual General Meeting.

Union Registrars Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking.

By Order of the Board
Sitoy Group Holdings Limited
Yeung Michael Wah Keung
Chairman

Hong Kong, 14 November 2016

As at the date of this announcement, the executive Directors of the Company are Mr. Yeung Michael Wah Keung, Mr. Yeung Wo Fai, Mr. Chan Ka Dig Adam and Mr. Yeung Andrew Kin; and the independent non-executive Directors of the Company are Mr. Yeung Chi Tat, Mr. Kwan Po Chuen, Vincent and Mr. Lung Hung Cheuk.