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## **SINO PROSPER (GROUP) HOLDINGS LIMITED**

**中盈（集團）控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 766)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING**

The Board announces that all resolutions proposed at the AGM held on 28 September 2017 were duly passed.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Sino Prosper (Group) Holdings Limited (the “**Company**”) hereby announces that at the annual general meeting of the Company held on 28 September 2017 (the “**AGM**”), all resolutions proposed were duly passed by way of poll voting.

Tricor Secretaries Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

*The poll results of the AGM are as follows:*

<b>Ordinary Resolutions</b>	<b>Number of votes (%)</b>	
	<b>For</b>	<b>Against</b>
1. To receive and approve the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2017.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>
2. (a) To re-elect Mr. Leung Ngai Man as a Director.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>
(b) To re-elect Mr. Cai Wei Lun as a Director.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>

(c) To authorise the Board (or its delegated committee) to fix the directors' remuneration.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>
3. To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the Board to fix their remuneration.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>
4. To grant a general mandate to the Directors to allot, issue or otherwise deal with the Company's shares.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>
5. To grant a general mandate to the Directors to repurchase the Company's shares.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>
6. To add the number of shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4.	405,658,152 <b>(100%)</b>	0 <b>(0%)</b>

As all of the votes were cast in favour of each of the ordinary resolutions, all the resolutions were duly passed.

As at the date of the AGM, the total number of issued shares of the Company was 1,397,720,199 shares, which was the total number of shares entitling the shareholders of the Company to attend and vote on the resolutions at the AGM. There were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.

By Order of the Board  
**Sino Prosper (Group) Holdings Limited**  
**Leung Ngai Man**  
*Chairman and Executive Director*

Hong Kong, 28 September 2017

*As at the date of this announcement, the executive Directors of the Company are Mr. Leung Ngai Man and Ms. Wong Li Fong, and the independent non-executive Directors of the Company are Ms. Xuan Hong, Mr. Cai Wei Lun and Mr. Zhang Qingkui.*