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## **Evershine Group Holdings Limited**

**永耀集團控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 8022)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

Reference is made to the circular of Evershine Group Holdings Limited (the “**Company**”) dated 16 January 2016 (the “**Circular**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) dated 16 January 2016. Unless otherwise defined, terms used herein shall have the same meanings as those set out in the Circular.

#### **RESULTS OF THE EGM**

At the EGM held on 1 February 2016, voting of all the proposed resolutions as set out in the Notice were taken by poll. The Company’s Hong Kong share registrar, Hong Kong Registrars Limited, was appointed as the scrutineer at the EGM for the purpose of votetaking.

The Board is pleased to announce that all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the EGM. Details of the proposed ordinary resolutions were set out in the Notice and the poll results for the ordinary resolutions are as follows:

<b>Ordinary Resolutions<sup>#</sup></b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To approve the adoption of New Share Option Scheme and termination of 2011 Share Option Scheme	408,680,470 (100%)	0 (0%)
2.	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares not exceeding 20% of the issued share capital of the Company	408,680,470 (100%)	0 (0%)
3.	To re-elect Mr. Bülent Yenil as an executive director of the Company	408,680,470 (100%)	0 (0%)

<sup>#</sup> The full text of the resolutions are set out in the notice convening the EGM.

As at the date of the EGM, the total number of issued Shares was 1,323,836,776.

In respect of resolution no. 1 and no. 3, there were a total number of 1,323,836,776 Shares entitling the Shareholders thereof to attend and vote on such resolution. To the best knowledge and belief of the Board, no Shareholder has material interest in the adoption of New Share Option Scheme and termination of 2011 Share Option Scheme and the proposed re-election of director and was required to abstain from voting at the EGM. There were no Shares entitling the Shareholders to attend and vote only against the Resolution at the EGM.

In respect of resolution no. 2, pursuant to Rule 17.42(A)(1) of the GEM Listing Rules, any controlling shareholders of the Company and their associates, or where there is no controlling shareholder, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates, shall abstain from voting in favour of the relevant resolution to approve the Refreshment of General Mandate to be proposed at the EGM. As at the date of this announcement, the Company has no controlling shareholders and save for Mr. Lau Yu, being the chairman and an executive Director was interested in 173,653,000 Shares, representing approximately 13.12% of the issued share capital of the Company, none of the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective close associates (if any) have any shareholding in the Company. Accordingly, Mr. Lau Yu was required to abstain from voting in favour of the relevant resolution to approve the Refreshment of General Mandate at the EGM according to Rule 17.42(A)(1) of the GEM Listing Rules.

Accordingly, the total number of shares entitling the Independent Shareholders to attend and vote on the resolution no. 2 was 1,150,183,776 Shares. There were no Shares entitling the Independent Shareholders to attend and vote only against the resolution no. 2 at the EGM.

The Company has been informed by Mr. Lau Yu that he had cast in favour of resolution no. 2 due to miscommunication. After such miscommunication was being discovered, it was impractical for him to procure the withdrawal of such voting in time before the passing of resolution no. 2 at the EGM. If the votes cast by Mr. Lau Yu had been disregarded, the total number of votes cast in favour of resolution no. 2 was 235,027,470 and the total number of votes cast against resolution no. 2 was 0. As such, the resolution no. 2 would remain to be passed by 100% of the votes cast at the EGM even if the votes in respect of the Shares in which Mr. Lau Yu is interested were not counted. In such circumstances, the Board announces that the resolution no. 2 as set out in the Notice was duly passed by the Independent Shareholders by way of poll at the EGM.

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

By Order of the Board  
**Evershine Group Holdings Limited**  
**Lau Yu**  
*Chairman and executive Director*

Hong Kong, 1 February 2016

*As of the date hereof, the executive Directors are Mr. Lau Yu, Ms. Ang Lai Kuen and Mr. Bülent Yenil (Mr. Hung Tat Chi Alan as alternate Director); and the independent non-executive Directors are Ms. Lam Yuk Ying, Elsa, Mr. Liu Kwong Sang and Ms. Choy So Yuk, BBS, JP.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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