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## TOPSEARCH INTERNATIONAL (HOLDINGS) LIMITED 至卓國際(控股)有限公司<sup>\*</sup>

(Incorporated in Bermuda with limited liability)

(Stock Code: 2323)

## ANNOUNCEMENT OF POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 27 OCTOBER 2016

The Board is pleased to announce that, at the SGM held on 27 October 2016, all the proposed ordinary resolutions as set out in the Notice of SGM were duly approved by the Independent Shareholders by way of poll.

Reference is made to the notice of SGM (the "Notice of SGM") and the circular (the "SGM Circular") of Topsearch International (Holdings) Limited (the "Company") both dated 30 September 2016. Unless otherwise specified, terms used in this announcement shall have the meanings as defined in the SGM Circular.

The Board is pleased to announce that all the proposed ordinary resolutions approving the Award Shares as set out in the Notice of SGM were approved by the Independent Shareholders at the SGM held on 27 October 2016 by way of poll.

## POLL RESULTS OF THE SGM

As at 27 October 2016, being the date of the SGM, the number of issued shares of the Company was 1,200,000,000 Shares, which was the total number of shares entitling the holders to attend and vote for or against the ordinary resolutions at the SGM.

None of the Shareholders are required under the Listing Rules to attend and abstain from voting in favour of any of the ordinary resolutions at the SGM, or to abstain from voting.

\* For identification purposes only

Save as disclosed above, no other Shareholder was required to abstain from voting on the ordinary resolutions approving the Award Shares proposed at the SGM, and there were no holders of Shares entitled only to attend the SGM and vote only against the proposed ordinary resolutions at the SGM. No Shareholders had stated their intention in the SGM Circular to vote against the proposed ordinary resolutions and, save as disclosed above, no Shareholders had stated their intention in the SGM and therefore none have done so at the SGM. Save as disclosed above, there were no restrictions on any Shareholder to cast votes on any of the proposed ordinary resolutions at the SGM and the poll results at the SGM were as follows:

Ordinary resolutions proposed at the SGM (Note)			For	Against	Total number of votes
1.	To re-elect the retiring Director of the Company Mr. Zhou Huorong		515,052,046 (100%)	0 (0%)	515,502,046
2.	(a)	To approve, ratify and confirm the grant of specific mandate to the directors of the Company (the " <b>Directors</b> ") to exercise all the powers of the Company to allot and issue an aggregate of 60,000,000 new shares (the " <b>Award Shares</b> "), credited as fully paid, to Computershare Hong Kong Trustees Limited (the " <b>Trustee</b> ") to hold on trust for Mr. Zhou Huorong, in accordance with the terms of the share award scheme adopted by the Company on 17 May 2016 (the " <b>Share Award Scheme</b> ") and the transactions contemplated thereunder.	511,230,046 (99.258%)	3,822,000 (0.742%)	515,052,046
	(b)	To approve, ratify and confirm the award of 60,000,000 Award Shares pursuant to the Share Award Scheme to Mr. Zhou Huorong, who is a Director and accordingly a connected person (as defined in Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules")) to the Company.	511,230,046 (99.258%)	3,822,000 (0.742%)	515,052,046
	(c)	To authorise any one or more of the Director(s) to do all such acts and things and execute all such documents which he/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Award and the transactions contemplated thereunder, including but not limited to the issue and allotment of the new Award Shares pursuant to the Share Award Scheme.	511,230,046 (99.258%)	3,822,000 (0.742%)	515,052,046

Note: The full text of the resolutions is set out in the Notice of SGM.

Tricor Tengis Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM. As more than 50% of the valid votes were cast in favour of each of the above proposed resolutions, all these resolutions were duly passed as ordinary resolutions of the Company at the SGM.

By Order of the Board **Topsearch International (Holdings) Limited Liu Tingan** Chairman and Chief Executive Officer

Hong Kong, 27 October 2016

As at the date of this announcement, the board of directors of the Company comprises Mr. Liu Tingan, Mr. Cheok Ho Fung and Mr. Zhou Huorong being executive directors; and Mr. Ng Man Kung, Dr. Ngai Wai Fung and Mr. Lau Fai Lawrence being independent non-executive directors.