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Mengke Holdings Limited

盟科控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1629)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 MAY 2017

Reference is made to the notice of annual general meeting (the “**AGM**”) of Mengke Holdings Limited (the “**Company**”) (the “**AGM Notice**”) and the circular (the “**Circular**”) of the Company both dated 21 April 2017. Unless otherwise specified in this announcement, capitalised terms used herein shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that the AGM was held at 11:00 a.m. on Thursday, 25 May 2017 at Forum Room II–III, B/2, Regal HongKong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong and all the proposed resolutions set out in the AGM Notice (the “**Resolutions**”) were duly passed as ordinary resolutions of the Company by the Shareholders by way of poll at the AGM.

As at the date of the AGM, there were 500,000,000 Shares in issue, and no Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules.

None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

The total number of Shares entitling the holders to attend and vote for or against the Resolutions at the AGM was 500,000,000 Shares. Shareholders and authorised proxies holding an aggregate of 375,004,000 Shares carrying voting rights have voted at the AGM.

The poll results of the AGM are as follows:

	As Ordinary Resolutions	Number of votes cast (approximate percentage of total number of votes cast)	
		For	Against
1	To receive, consider and adopt the audited consolidated financial statements of the Group, the reports of the directors and the independent auditor of the Company for the year ended 31 December 2016.	375,004,000 (100%)	0 (0%)
2	(a) To re-elect Mr. Fu Mingping as an executive director of the Company.	375,004,000 (100%)	0 (0%)
	(b) To re-elect Mr. Zhang Weixiang as a non-executive director of the Company.	375,004,000 (100%)	0 (0%)
	(c) To re-elect Mr. Cheng Tai Kwan Sunny as an independent non-executive director of the Company.	375,004,000 (100%)	0 (0%)
	(d) To re-elect Mr. Tan Yik Chung Wilson as an independent non-executive director of the Company.	375,004,000 (100%)	0 (0%)
	(e) To re-elect Mr. Yick Ting Fai Jeffrey as an independent non-executive director of the Company.	375,004,000 (100%)	0 (0%)
3	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	375,004,000 (100%)	0 (0%)
4	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	375,004,000 (100%)	0 (0%)
5	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to allot, issue and deal with shares of the Company for an aggregate number not exceeding 20% of the number of the issued shares of the Company as at the date of the passing of this resolution.	375,004,000 (100%)	0 (0%)
6	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to repurchase shares of the Company for a total number not exceeding 10% of the number of the issued shares of the Company as at the date of the passing of this resolution.	375,004,000 (100%)	0 (0%)

	As Ordinary Resolutions	Number of votes cast (approximate percentage of total number of votes cast)	
		For	Against
7	To extend the general unconditional mandate granted to the directors of the Company under resolution no. 5 above by an amount representing the number of issued shares of the Company repurchased by the Company pursuant to the general mandate under resolution no. 6 above (up to a maximum number equivalent to 10% of the number of the issued shares of the Company as at the date of the passing of this resolution).	375,004,000 (100%)	0 (0%)

The number and percentage of votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the AGM in person or by proxy. As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company by the Shareholders by way of poll.

Tricor Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the vote-taking at the AGM.

The description of the Resolutions is by way of summary only. The full text of the Resolutions was set out in the AGM Notice.

By order of the Board
Mengke Holdings Limited
Zhang Weixiang
Chairman and non-executive Director

Hong Kong, 25 May 2017

As at the date of this announcement, the Board comprises Mr. Fu Mingping as executive Director, Mr. Zhang Weixiang as non-executive Director and Mr. Cheng Tai Kwan Sunny, Mr. Tan Yik Chung Wilson and Mr. Yick Ting Fai Jeffrey as independent non-executive Directors.