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Ngai Shun Holdings Limited

毅信控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 01246)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 23 NOVEMBER 2015**

The Board is pleased to announce that the Resolution as set out in the notice of the EGM contained in the Circular was duly approved by the Shareholders by way of poll at the EGM held at 11:00 a.m. on 23 November 2015.

Reference is made to the circular of Ngai Shun Holdings Limited (the “**Company**”) dated 6 November 2015 (the “**Circular**”) in relation to a very substantial acquisition. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The EGM was held at 11:00 a.m. on 23 November 2015 for the Shareholders to consider, and if thought fit, approve the ordinary resolution in relation to the Sale and Purchase Agreement and the transactions contemplated thereunder as set out in the notice of the EGM contained in the Circular (the “**Resolution**”). The Board is pleased to announce that the Resolution was duly approved by the Shareholders by way of poll at the EGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the Resolution are as follows:

| Ordinary Resolution | | Number of Votes (%) | |
|---------------------|---|---------------------------|-----------------------|
| | | For | Against |
| (a) | the execution, delivery and performance by the Company of the Sale and Purchase Agreement (as defined in the Company's circular dated 6 November 2015 ("Circular")) a copy of which has been produced at the EGM marked "A" and signed by the chairman of the EGM for identification purposes, together with the terms and conditions thereof and transactions contemplated thereunder, be and are hereby approved, ratified and confirmed; | 2,699,832,300 (99.26%) | 20,000,000 (0.74%) |
| (b) | the issue of the Promissory Note (as defined in the Circular) pursuant to the terms and conditions of the Sale and Purchase Agreement be and is hereby approved; and | | |
| (c) | any one director or, if the affixation of the common seal of the Company is necessary, any one Director and the company secretary of the Company or any two Directors or such other person (including a director) or persons as the Board may appoint be and is/are hereby authorised for and on behalf of the Company to approve and execute all documents, instruments and agreements and to do all such acts or things deemed by him/her/them to be incidental to, ancillary to or in connection with the matters contemplated in or related to the Sale and Purchase Agreement and transactions contemplated thereunder or incidental thereto and completion thereof as he/she/they may consider necessary, desirable or expedient. | | |

As more than 50% of the votes were cast in favour of the above Resolution, the Resolution was duly passed at the EGM. As at the date of the EGM, the total number of Shares entitling the holders to attend and vote on the Resolution at the EGM was 24,900,000,000 Shares, representing 100% of the total issued share capital of the Company. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the EGM and no Shareholders were required under the Listing Rules to abstain from voting on the Resolution at the EGM. In addition, none of the Shareholders has stated his/her intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM.

By order of the Board
Ngai Shun Holdings Limited
Mock Wai Yin
Executive Director and Chairman

Hong Kong, 23 November 2015

As at the date of this announcement, the Company has (i) three executive Directors, namely Mr. Mock Wai Yin, Mr. Chu Bai Qing and Mr. Zou Wei Dong; (ii) one non-executive Director, namely Mr. Chui Kwong Kau and (iii) three independent non-executive Directors, namely Mr. Lam Chi Wai, Ms. Lau Mei Ying and Ms. Thadani Jyoti Ramesh.

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.