

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **ALLIED GROUP LIMITED**

**( 聯合集團有限公司 )**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 373)**

### **POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 4TH JUNE, 2015**

At the Annual General Meeting of Allied Group Limited (the “Company”) held on 4th June, 2015 (the “AGM”), a poll was demanded by the Chairman of the Meeting for voting on all the proposed resolutions as set out in the notice of the AGM dated 24th April, 2015 (the “Notice”). The poll results in respect of all the resolutions proposed at the AGM are as follows:

<b>Ordinary Resolutions</b>		<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the Audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31st December, 2014.	142,344,803 (99.9986%)	2,000 (0.0014%)
2.	To declare a final dividend.	142,355,303 (99.9986%)	2,000 (0.0014%)
3.	(A) To re-elect Mr. Arthur George Dew as a Director.	142,307,303 (99.9649%)	50,000 (0.0351%)
	(B) To re-elect Mr. Lee Seng Hui as a Director.	142,351,303 (99.9958%)	6,000 (0.0042%)
	(C) To re-elect Ms. Lee Su Hwei as a Director.	142,307,303 (99.9649%)	50,000 (0.0351%)
	(D) To authorise the Board of Directors to fix the Directors’ fees.	142,355,303 (99.9986%)	2,000 (0.0014%)
4.	To re-appoint Deloitte Touche Tohmatsu as Auditor and authorise the Board of Directors to fix its remuneration.	142,351,303 (99.9958%)	6,000 (0.0042%)
5.	(A) To grant a general mandate to the Directors to issue securities (“Securities Issue Mandate”). *	139,251,587 (97.8184%)	3,105,716 (2.1816%)
	(B) To grant a general mandate to the Directors to repurchase shares (“Shares Repurchase Mandate”). *	142,355,303 (99.9986%)	2,000 (0.0014%)
	(C) To extend the general mandate to the Directors to issue securities. *	139,255,587 (97.8212%)	3,101,716 (2.1788%)

**As more than 50% of the votes were cast in favour of each of Ordinary Resolutions nos. 1 to 5(C), all Ordinary Resolutions were duly passed by the shareholders of the Company at the AGM.**

Special Resolution		No. of Votes (%)	
		For	Against
6.	To adopt the new articles of association of the Company. *	142,278,687 (99.9593%)	58,000 (0.0407%)
<b>As more than 75% of the votes were cast in favour of Special Resolution no. 6, such Special Resolution was duly passed by the shareholders of the Company at the AGM.</b>			

*\*The full text of the resolution is set out in the Notice.*

As at the date of the AGM, the total number of issued shares of the Company (the “Shares”) was 183,330,118 Shares, which was the total number of Shares entitling the holders to attend and vote on the resolutions at the AGM. Therefore, the Company is allowed to issue a maximum of 36,666,023 Shares under the Securities Issue Mandate and to repurchase a maximum of 18,333,011 Shares under the Shares Repurchase Mandate. There were no Shares entitling the holders to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and no shareholders of the Company or their associates were required under the Listing Rules to abstain from voting on the proposed resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM and there was no party who had stated his/her/its intention in the circular to the shareholders of the Company dated 24th April, 2015 to vote against or to abstain from voting on the proposed resolutions at the AGM.

The Company’s share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

On behalf of the Board of  
**Allied Group Limited**  
**Cho Wing Han**  
*Company Secretary*

Hong Kong, 4th June, 2015

*As at the date of this announcement, the board of directors of the Company comprises Messrs. Lee Seng Hui (Chief Executive), Edwin Lo King Yau and Mak Pak Hung being the Executive Directors; Mr. Arthur George Dew (Chairman) and Ms. Lee Su Hwei being the Non-Executive Directors; and Mr. David Craig Bartlett, Mr. Alan Stephen Jones and Ms. Lisa Yang Lai Sum being the Independent Non-Executive Directors.*