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POWERWELL PACIFIC HOLDINGS LIMITED

宏峰太平洋集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8265)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 3 FEBRUARY 2016

Reference is made to announcements dated 9 November 2015, 20 November 2015 and 13 January 2016, the circular dated 18 January 2016 (the “**Circular**”) and the notice of special general meeting dated 18 January 2016 (the “**SGM Notice**”) of Powerwell Pacific Holdings Limited (the “**Company**”) in relation to, among other matters, the major and connected transaction in relation to the proposed acquisition of Sale Assets involving the issue of Convertible Bonds under Specific Mandate and the Possible CCTs. Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the proposed ordinary resolutions (the “**Ordinary Resolutions**”) set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM held on 3 February 2016. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as scrutineer for the vote-taking at the SGM.

The results of the poll in respect of the Ordinary Resolutions proposed at the SGM were as follows:

Ordinary Resolutions (Note)	Number of Shares (%)	
	For	Against
1. To approve the Acquisition Agreement and all transactions contemplated thereunder (including the issue of the Convertible Bonds and the Conversion Shares).	227,256,450 (100.0%)	0 (0.00%)
2. To approve the Manufacturing Agreement and all transactions contemplated thereunder (including the annual caps).	227,256,450 (100.0%)	0 (0.00%)

Note: Please refer to the SGM Notice for further details on the Ordinary Resolutions.

As more than 50% of the votes were cast in favour of the Ordinary Resolutions, the Ordinary Resolutions were duly passed.

As at the date of the SGM, there were 306,700,000 Shares in issue. As stated in the Circular, none of the Shareholders was required to abstain from voting in respect of the Ordinary Resolutions at the SGM. The total number of Shares entitling the holders to attend and vote for or against the Ordinary Resolutions at the SGM was 306,700,000 Shares. No holder was entitled to attend but was required to vote only against the Ordinary Resolutions at the SGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Ordinary Resolutions at the SGM.

By order of the Board
Powerwell Pacific Holdings Limited
Fei Jie
Chairman and Executive Director

Hong Kong, 3 February 2016

As at the date of this announcement, the executive Directors are Mr. Fei Jie and Mr. Fung Chi Kin and the independent non-executive Directors are Mr. Cheung Siu Wah, Mr. Jim Yiu Ming and Mr. Sit Sai Hung, Billy.

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.

This announcement will remain on the website of the GEM at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be published and remains on the website of the Company at www.hklistco.com/8265.