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**FREEMAN FINANCIAL CORPORATION LIMITED**

**民豐企業控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 279)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 18 FEBRUARY 2013**

**POLL RESULTS OF THE EGM**

The Board announces that special resolution approving the Capital Reorganisation and ordinary resolution approving the re-election of Mr. Hung Cho Sing as an Independent Non-executive Director of the Company as set out in the notice of EGM were duly passed by the Shareholders by way of poll at the EGM held on 18 February 2013 and ordinary resolution approving the Rights Issue as set out in the notice of EGM were duly passed by the Independent Shareholders by way of poll at the EGM held on 18 February 2013.

Reference is made to the circular of Freeman Financial Corporation Limited (the “Company”) dated 17 January 2013 (the “Circular”). Capitalised terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

**POLL RESULTS OF THE EGM**

The Board announces that special resolution approving the Capital Reorganisation (“Special Resolution 1”) and ordinary resolution approving the re-election of Mr. Hung Cho Sing as an Independent Non-executive Director of the Company (“Ordinary Resolution 3”) as set out in the notice of EGM were duly passed by the Shareholders by way of poll at the EGM held on 18 February 2013 and ordinary resolution approving the Rights Issue (“Ordinary Resolution 2”) as set out in the notice of EGM were duly passed by the Independent Shareholders by way of poll at the EGM held on 18 February 2013.

The results of the voting taken by way of poll in respect of the relevant resolutions were as follows:

		Number of shares voted (approximate % of votes cast)	
		For	Against
<b>SPECIAL RESOLUTION</b>			
1.	To approve, amongst other things, the Capital Reorganisation (as defined in the notice of the EGM)	392,876,715 (97.19%)	11,341,517 (2.81%)
<b>ORDINARY RESOLUTIONS</b>			
2.	To approve the Rights Issue (as defined in the notice of the EGM)	197,383,169 (94.57%)	11,341,517 (5.43%)
3.	To re-elect Mr. Hung Cho Sing as an Independent Non-executive Director of the Company	399,017,381 (98.71%)	5,200,851 (1.29%)

As at the date of EGM, the total number of Shares in issue is 735,337,420 Shares per shareholders' list, being the total number of Shares entitling the Shareholders to attend and vote for or against Special Resolution 1 and Ordinary Resolution 3 at the EGM. No Shareholder was required to abstain from voting on Special Resolution 1 and Ordinary Resolution 3 at the EGM.

In compliance with Rule 7.19(6) of the Listing Rules, the Rights Issue is conditional on the approval by the Independent Shareholders at the EGM. The Company does not have any controlling shareholder. As at the date of the EGM, Ms. Au Shuk Yee, Sue, being an Executive Director who holds 819,480 Shares (representing approximately 0.11% of the entire issued share capital of the Company), Ms. Chow Mun Yee, being an Executive Director who holds 672,000 Shares (representing approximately 0.09% of the entire issued share capital of the Company) and Mr. Andrew Liu, being a Non-executive Director who holds 124,094,235 Shares (representing approximately 16.88% of the entire issued share capital of the Company), together with their respective associates have abstained from voting in favour of Ordinary Resolution 2 at the EGM. In addition, the Underwriter is a wholly-owned subsidiary of HEC. Therefore the Underwriter and its associates (including HEC) who holds 70,000,054 Shares (representing approximately 9.52% of the entire issued share capital of the Company) have abstained from voting on Ordinary Resolution 2 at the EGM. As such, a total of 539,751,651 Shares, representing approximately 73.40% of the issued share capital of the Company as at the date of the EGM, were held by the Independent Shareholders who were entitled to attend and vote for or against Ordinary Resolution 2 at the EGM.

The share registrar of the Company in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

By order of the Board  
**Freeman Financial Corporation Limited**  
**Chow Mun Yee**  
*Executive Director*

Hong Kong, 18 February 2013

As at the date of this announcement, the Board comprises the following Directors:-

*Executive Directors:*

Mr. Lo Kan Sun (*Acting Chairman*)  
Mr. Hui Quincy Kwong Hei (*Managing Director*)  
Ms. Au Shuk Yee, Sue  
Ms. Chow Mun Yee

*Non-executive Directors:*

Mr. Andrew Liu  
Mr. Liu Kam Fai, Winston

*Independent non-executive Directors:*

Mr. Gary Drew Douglas  
Mr. Peter Temple Whitelam  
Dr. Agustin V. Que  
Mr. Frank H. Miu  
Mr. Hung Cho Sing