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AVIC Joy Holdings (HK) Limited

幸福控股（香港）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 260)

**POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING
AND THE SECOND EXTRAORDINARY GENERAL MEETING
HELD ON 22 DECEMBER 2016**

POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING

References are made to the circular of AVIC Joy Holdings (HK) Limited (the “**Company**”) dated 18 November 2016 (the “**First Circular**”) and the notice (the “**First Notice**”) of the extraordinary general meeting (the “**First EGM**”) of the Company dated 18 November 2016 in relation to, among other things, the Share Transfer Agreement and the transactions contemplated thereunder. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the First Circular.

The Board is pleased to announce that at the First EGM held on 22 December 2016, the ordinary resolution (the “**First Resolution**”) as set out in the First Notice was duly passed by the Shareholders by way of poll.

As at the date of the First EGM, there were a total of 5,943,745,741 Shares in issue, which were the total number of Shares entitling the holders to attend and vote on the First Resolution at the First EGM. No Shareholder was entitled to attend and abstain from voting in favour of the First Resolution as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting at the First EGM under the Listing Rules. No parties had stated in the First Circular that they intended to vote against the First Resolution or to abstain from doing so at the First EGM.

The results of the poll in respect of the First Resolution are as follows:

Ordinary Resolution	For		Against	
	Number of votes cast	Percentage of total number of votes cast (%)	Number of votes cast	Percentage of total number of votes cast (%)
To approve the Share Transfer Agreement and the transactions contemplated thereunder (<i>Note</i>)	1,872,218,900	100%	0	0%

Note: The full text of the First Resolution are set out in the First Notice.

As more than 50% of the votes were cast in favour of the First Resolution, the First Resolution was duly passed as an ordinary resolution of the Company.

POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL MEETING

References are made to the circular of the Company dated 7 December 2016 (the “**Second Circular**”) and the notice (the “**Second Notice**”) of the extraordinary general meeting (the “**Second EGM**”) of the Company dated 7 December 2016 in relation to the proposed refreshment of general mandate. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Second Circular.

The Board announced that at the Second EGM held on 22 December 2016, the ordinary resolution (the “**Second Resolution**”) as set out in the Second Notice was not passed by the Independent Shareholders by way of poll.

As at the date of the Second EGM, there were a total of 5,943,745,741 Shares in issue. Mr. Zhu Dong, being the executive Director and the chairman of the Company, together with his associates, held 1,740,000 Shares, representing approximately 0.03% of the total issued share capital of the Company, were required to abstain, and did abstain, from voting in favour of the Second Resolution at the Second EGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the Second Resolution at the Second EGM was 5,942,005,741 Shares. Apart from the aforesaid, there were no Shares entitling the holders to attend and abstain from voting in favour of the Second Resolution at the Second EGM as set out in Rule 13.40 of the Listing Rules. No parties had stated in the Second Circular that they intended to vote against the Second Resolution or to abstain from doing so at the Second EGM.

The results of the poll in respect of the Second Resolution are as follows:

Ordinary Resolution	For		Against	
	Number of votes cast	Percentage of total number of votes cast (%)	Number of votes cast	Percentage of total number of votes cast (%)
To grant the general mandate to the directors of the Company to issue, allot and deal with new shares of the Company up to a maximum of 20% of the issued share capital of the Company <i>(Note)</i>	335,597,581	17.926%	1,536,541,319	82.074%

Note: The full text of the Second Resolution are set out in the Second Notice.

As less than 50% of the votes were cast in favour of the Second Resolution, the Second Resolution was not passed as an ordinary resolution of the Company.

GENERAL

The share registrar and transfer office of the Company, Tricor Tengis Limited, was appointed as the scrutineer for vote-taking at the First EGM and the Second EGM.

By Order of the Board
AVIC Joy Holdings (HK) Limited
WANG Xiaowei
Chief Executive Officer and Executive Director

Hong Kong, 22 December 2016

As at the date of this announcement, the Board comprises Mr. Zhu Dong (Chairman), Mr. Wang Xiaowei (Chief Executive Officer), Mr. Zang Zheng and Mr. Xiao Wei as executive Directors; and Mr. Hu Xiaowen, Mr. Gong Changhui and Mr. Wu Meng as independent non-executive Directors.