

*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.*

# CEC-COILS®

**CEC INTERNATIONAL HOLDINGS LIMITED**

**CEC 國際控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 759)

## **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 SEPTEMBER 2014**

At the annual general meeting (“AGM”) of CEC International Holdings Limited (the “**Company**”) held on 25th September 2014, all proposed resolutions as set out in the notice of AGM dated 25th August 2014 have been duly passed by the Shareholders.

Reference is made to the circular (the “**Circular**”) and notice of AGM of the Company both dated 25th August 2014 despatched to the Shareholders. Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

At the AGM, all votes on all the proposed resolutions as set out in the notice of AGM dated 25th August 2014 were taken by poll.

As at 25th September 2014, the total number of issued Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM is 666,190,798 and there were no Shares entitling the holder to attend and vote only against the resolutions or abstain from voting at the AGM.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

<b>RESOLUTIONS</b>		<b>No. of votes and percentage</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited financial statements of the Company and the Report of the Directors and the Independent Auditor’s Report for the year ended 30th April 2014.	472,839,874 (100%)	0 (0%)

2.	To declare a final dividend of HK0.70 cent per share for the year ended 30th April 2014.	472,839,874 (100%)	0 (0%)
3(i).	To re-elect Ms. Tang Fung Kwan as an executive Director.	472,839,874 (100%)	0 (0%)
3(ii).	To re-elect Mr. Ho Man Lee as an executive Director.	472,839,874 (100%)	0 (0%)
3(iii).	To re-elect Mr. Goh Gen Cheung as an independent non-executive Director.	472,839,874 (100%)	0 (0%)
3(iv).	To authorise the Board to fix the remuneration of the Directors.	472,839,874 (100%)	0 (0%)
4(i).	To approve the payment of a director's fee of HK\$420,000 per annum for each of the independent non-executive Directors until the conclusion of the next annual general meeting of the Company.	472,829,874 (99.997885%)	10,000 (0.002115%)
4(ii).	To approve the additional remuneration for each of the chairmen of the Audit Committee and the Remuneration Committee at the rate of HK\$78,000 per annum and HK\$60,000 per annum respectively until the conclusion of the next annual general meeting of the Company.	472,839,874 (100%)	0 (0%)
5.	To re-appoint PricewaterhouseCoopers as the auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board of Directors to fix their remuneration.	472,839,874 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to allot, issue and deal with new Shares not exceeding 20 per cent. of the share capital of the Company in issue as at the date of this resolution.	472,451,874 (99.917943%)	388,000 (0.082057%)
7.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10 per cent. of the share capital of the Company in issue as at the date of this resolution.	472,839,874 (100%)	0 (0%)

8.	To extend the general mandate granted to the Directors to allot, issue and deal with new Shares under resolution no. 6 by including the aggregate nominal amount of the Shares repurchased by the Company pursuant to resolution no. 7.	472,451,874 (99.917943%)	388,000 (0.082057%)
----	---	-----------------------------	------------------------

As more than 50% of the votes were cast in favour of each of the resolutions number 1 to number 8 above, all these resolutions have been duly passed by the Shareholders as ordinary resolutions.

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

By Order of the Board  
**Lam Wai Chun**  
*Chairman*

Hong Kong, 25th September 2014

*As at the date of this announcement, the board of directors of the Company comprises three executive Directors, namely Mr. Lam Wai Chun, Ms. Tang Fung Kwan and Mr. Ho Man Lee; and three independent non-executive Directors, namely Mr. Au Son Yiu, Dr. Tang Tin Sek and Mr. Goh Gen Cheung.*

*\* For identification purpose only*