

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.



南旋控股有限公司

NAMESON HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1982)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 11 DECEMBER 2017

At the extraordinary general meeting (the “EGM”) of Nameson Holdings Limited (the “**Company**”) held on 11 December 2017, the proposed resolution as set out in the notice of the EGM dated 24 November 2017 was taken by poll and was passed as ordinary resolution. The poll results are as follows:

Ordinary Resolution	Number of votes cast (% of votes cast)	
	For	Against
To approve the acquisition (the “ Acquisition ”) of the entire issued share capital of V. Success Limited by Nameson Group Limited (the “ Purchaser ”) from Mr. Wong Ting Chung (the “ Vendor ”), at a consideration of HK\$550 million which shall be satisfied by cash and the issue and allotment of Consideration Shares (as defined herein) pursuant to a conditional share transfer agreement (the “ Share Transfer Agreement ”) dated 28 September 2017 entered into by the Purchaser and the Vendor, and the transactions contemplated thereunder, including the allotment and issue of 200,000,000 ordinary shares of HK\$0.01 each in the issued share capital of the Company (the “ Consideration Shares ”) at an issued price of HK\$1.72 per Consideration Share to the Vendor in accordance with the Share Transfer Agreement, and to authorise any one or more of the directors of the Company to do all such acts and things and execute all such documents which he/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Acquisition and the transactions contemplated thereunder, including but not limited to, the issue and allotment of the Consideration Shares to the Vendor.	290,405,255 (99.997%)	8,000 (0.003%)

As at the date of the EGM, the total number of issued shares in the Company entitling the holders to attend and vote for or against any of the proposed resolution at the EGM was 577,350,000 shares. There were no shares entitling the holders to attend and abstain from voting in favour at the EGM 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**”).

Save for Mr. Wong Ting Chung and his associates, no other shareholder of the Company was required under the Listing Rules to abstain from voting on the resolution at the EGM. None of the shareholders of the Company has stated their intention in the Company’s circular dated 24 November 2017 to vote against or to abstain from voting on any of the resolution at the EGM.

As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution at the EGM.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the EGM.

By order of the Board of
Nameson Holdings Limited
Mr. Tao Chi Keung
Company Secretary

11 December 2017

As at the date of this announcement, the Board comprises Mr. Wong Ting Chung BBS, JP (Chairman and Chief Executive Officer), Mr. Wong Wai Yue (Vice Chairman), Mr. Wong Wai Wing, Raymond, Mr. Wong Ting Chun, Mr. Li Po Sing and Ms. Chan Mei Hing, Aurora, as executive Directors; Mr. Tam Wai Hung, David, Mr. Wong Ting Kau and Mr. Lau Ka Keung MH, JP, as non-executive Directors; Ms. Fan Chiu Fun, Fanny GBM, GBS, JP, Mr. Kan Chung Nin, Tony SBS, JP, Mr. Ong Chor Wei, Mr. Fan Chun Wah, Andrew JP and Ms. Lee Bik Kee, Betty, as independent non-executive Directors.