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MASTERMIND CAPITAL LIMITED

慧德投資有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 905)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 22 JUNE 2012

The Board is pleased to announce that the Resolutions were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM held on 22 June 2012.

At the annual general meeting (the “AGM”) of Mastermind Capital Limited (the “Company”) held on 22 June 2012, the proposed resolutions (the “Resolutions”) as set out in the notice of AGM dated 30 April 2012 were taken by poll. The branch share registrar of the Company in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of shares of the Company in issue was 2,197,866,000, which was the total number of shares entitling the shareholders of the Company (the “Shareholders”) to attend and vote for or against the Resolutions at the AGM. No Shareholder was entitled to attend and vote only against nor was required to abstain from voting on any of the Resolutions at the AGM.

The board of directors (the “Board”) of the Company is pleased to announce that all Resolutions were duly passed by the Shareholders by way of poll at the AGM and the poll results in respect of the Resolutions at the AGM were as follows:

Ordinary resolutions		Number of votes (%)	
		For	Against
1.	To receive and consider the audited financial statements for the year ended 31 December 2011, the report of the directors and independent auditor’s report.	967,426,000 (100%)	Nil (0%)
2.	(i) To re-elect Mr. Chee Man Sang, Eric as executive director.	967,426,000 (100%)	Nil (0%)
	(ii) To re-elect Mr. Michael Stockford as executive director.	967,426,000 (100%)	Nil (0%)

* For identification purpose only

	(iii) To re-elect Mr. Patrick Lee as independent non-executive director.	967,426,000 (100%)	Nil (0%)
	(iv) To authorise the board of directors to fix the remuneration of the directors.	967,426,000 (100%)	Nil (0%)
3.	To re-appoint BDO Limited as auditor of the Company and authorise the board of directors to fix their remuneration.	967,426,000 (100%)	Nil (0%)
4.	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company.	967,426,000 (100%)	Nil (0%)
5.	To give a general mandate to the directors to repurchase shares of the Company.	967,426,000 (100%)	Nil (0%)
6.	To extend the general mandate granted to the directors to issue new shares of the Company.	967,426,000 (100%)	Nil (0%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, the Resolutions were duly passed at the AGM.

By order of the Board
Mastermind Capital Limited
Ha Wing Ho, Peter
Executive Director

Hong Kong, 22 June 2012

As at the date of this announcement, the Board comprises of six executive directors, namely, Mr. Mung Kin Keung (Chairman), Mr. Tang Hao (Chief Executive Officer), Mr. Ha Wing Ho, Peter, Mr. Chee Man Sang, Eric, Mr. Michael Stockford and Mr. Mung Bun Man, Alan and three independent non-executive directors, namely, Mr. Lo Tak Kin, Ms. Yu Tin Yan, Winnie and Mr. Patrick Lee.