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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 EXTRAORDINARY GENERAL MEETING HELD ON 21 NOVEMBER 2014, INCREASE IN AUTHORISED SHARE CAPITAL

Reference is made to the circular (“**Circular**”) of Mastermind Capital Limited dated 4 November 2014, in relation to the Increase in Authorised Share Capital. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise.

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING

The Board announces that at the extraordinary general meeting of the Company held on 21 November 2014 (the “**EGM**”), the resolution proposed was duly passed by way of poll voting.

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

* *For identification purposes only*

The poll results of the EGM are as follows:

Ordinary Resolution		Number of Shares Voted (%)	
		For	Against
1.	To approve the increase in the authorised share capital of the Company from HK\$100,000,000 divided into 400,000,000 shares of HK\$0.25 each (“Share(s)”) to HK\$1,000,000,000 divided into 4,000,000,000 Shares by the creation of an additional 3,600,000,000 new Shares (the “Increase in Authorised Share Capital”) and authorise the directors of the Company to do all such acts and things and execute all such documents to give effect to the Increase in Authorised Share Capital	62,921,269 (100)%	0 (0)%

As majority of the votes were cast in favour of the resolution number 1, resolution number 1 was duly passed as an ordinary resolution.

As at the date of the EGM, the total number of Shares in issue was 311,738,600 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolution at the EGM. There was no Share entitling the Shareholder to attend and abstain from voting in favour of the resolution at the EGM. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolution at the EGM and no Shareholder has stated his intention in the Circular to vote against or to abstain from voting on the resolution at the EGM. There were no restrictions on any Shareholders to cast votes on any of the resolution at the EGM.

By Order of the Board
Mastermind Capital Limited
Mung Kin Keung
Chairman and Executive Director

Hong Kong, 21 November 2014

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. MUNG Kin Keung (Chairman) and Mr. MUNG Bun Man, Alan; and three independent non-executive Directors, namely, Mr. MAN Kong Yui, Mr. FUNG Wai Ching and Mr. POON Wai Hoi, Percy.