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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 23 NOVEMBER 2015

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the EGM held on 23 November 2015.

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of Mastermind Capital Limited (the “**Company**”) dated 26 October 2015, in relation to the proposed (i) Change of Company Name; (ii) Change of Domicile; (iii) Adoption of Memorandum of Continuance and New Bye-laws; (iv) Cancellation of Share Premium Account; (v) Capital Reorganisation; and (vi) Change in Board Lot Size. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

At the EGM held on 23 November 2015, the voting on all proposed special resolutions as set out in the Notice was taken by poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

* *For identification purposes only*

As at the date of the EGM, the total number of Shares in issue was 1,402,823,700 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the EGM.

There was no Share entitling the Shareholder to attend and abstain from voting in favour of any of the resolutions at the EGM. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the EGM and no Shareholder has stated his intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM. There were no restrictions on any Shareholders to cast votes on any of the resolutions at the EGM.

The poll results in respect of the resolutions are as follows:

Special Resolutions		Number of Shares Voted (%)	
		For	Against
1.	To approve the change of the English name of the Company from “Mastermind Capital Limited” to “Global Mastermind Capital Limited” and adopt “環球大通投資有限公司” to replace “慧德投資有限公司” as the Chinese name of the Company for identification purposes only.	840,964,545 (100%)	0 (0%)
2.	To approve the change of domicile of the Company, the adoption of the memorandum of continuance and new bye-laws of the Company and the fixing of the maximum number of directors of the Company as described in the Notice.	840,964,545 (100%)	0 (0%)
3.	To approve the cancellation of the entire amount standing to the credit of the share premium account of the Company and the transfer of such amount to the contributed surplus account of the Company and that such contributed surplus account shall be the contributed surplus account of the Company within the meaning of the Companies Act 1981 of Bermuda effective upon the change of domicile as described in the Notice.	840,964,545 (100%)	0 (0%)

Special Resolutions		Number of Shares Voted (%)	
		For	Against
4.	To approve the capital reorganisation, comprising share consolidation, capital reduction and share subdivision and the matters contemplated thereby as described in the Notice.	840,964,545 (100%)	0 (0%)

As more than 75% of the votes were cast in favour of all the special resolutions, all the special resolutions were therefore duly passed at the EGM.

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

Hong Kong, 23 November 2015

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.