

*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.*



# A.Plus Group Holdings Limited

## 優越集團控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8251)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 AUGUST 2017**

The board of directors (the “**Board**”) of A.Plus Group Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 31 August 2017 (the “**AGM**”), all proposed ordinary resolutions (the “**Resolutions**”) as set out in the notice of the AGM dated 30 June 2017 (the “**AGM Notice**”) were duly passed by the Shareholders by way of poll.

Reference is made to the circular of the Company (the “**Circular**”) and the AGM Notice both dated 30 June 2017 and the announcement of the Company dated 10 August 2017 in relation to, among others, updates to the Circular. Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

### **POLL RESULTS OF THE AGM**

At the AGM held on 31 August 2017, all Resolutions were taken by poll. The poll results are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ <b>Director(s)</b> ”) and auditors of the Company for the year ended 31 March 2017.	267,240,000 (100%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
2(a).	To re-elect Mr. Lam Kim Wan as an executive Director.	267,240,000 (100%)	0 (0.00%)
2(b).	To re-elect Mr. Fong Wing Kong as an executive Director.	267,240,000 (100%)	0 (0.00%)
3.	To authorise the board of Directors (the “ <b>Board</b> ”) to fix the respective remuneration of the Directors.	267,240,000 (100%)	0 (0.00%)
4.	To re-appoint SHINEWING (HK) CPA Limited as the Company’s independent auditors and to authorise the Board to fix their remuneration.	267,240,000 (100%)	0 (0.00%)
5(A).	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company of up to 20% of the aggregate nominal value of the share capital of the Company in issue as at the date of passing of this resolution.	267,240,000 (100%)	0 (0.00%)
5(B).	To grant a general mandate to the Directors to repurchase shares of the Company of up to 10% of the aggregate nominal value of the share capital of the Company in issue as at the date of passing of this resolution.	267,240,000 (100%)	0 (0.00%)
5(C).	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	267,240,000 (100%)	0 (0.00%)

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

As the date of the AGM, the total number of issued share of the Company was 400,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”), and no Shareholder was required under the GEM Listing Rules to abstain from voting on any of the Resolutions. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM. Shareholders may refer to the AGM Notice and the Circular for details of the above Resolutions.

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

By order of the Board  
**A.Plus Group Holdings Limited**  
**Lam Kim Wan**  
*Chairman and Executive Director*

Hong Kong, 31 August 2017

*As at the date of this announcement, the executive Directors are Mr. Lam Kim Wan and Mr. Fong Wing Kong, and the independent non-executive Directors are Mr. Yue Ming Wai Bonaventure, Ms. Sze Tak On and Mr. Leung Siu Hong.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the day of its posting. This announcement will also be published on the Company’s website at [www.aplusgp.com](http://www.aplusgp.com).*