

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



Mastercraft International Holdings Limited

馬仕達國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8146)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 MAY 2013

The Board is pleased to announce that all the resolutions proposed at the AGM held on 6 May 2013 were duly passed by way of poll.

Reference is made to the circular (the “Circular”) of Mastercraft International Holdings Limited (the “Company”), in respect of the notice (the “Notice”) of annual general meeting of the Company to be held on 6 May 2013 (the “AGM”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

At the AGM, the proposed resolutions as set out in the Notice were taken by poll. The Company’s branch share registrar in Hong Kong, Union Registrars 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 issued shares in the Company was 480,000,000 shares, which was the total number of shares in the Company entitling the holders to attend and vote for or against the resolutions at the AGM. There was no restriction on any shareholders of the Company casting votes in any of the resolutions at the AGM and there was no share of the Company entitling the holders to attend and vote only against any of the resolutions at the AGM. No party has stated its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Shareholders and authorised proxies holding an aggregate of 360,000,000 Shares, representing approximately 75% of the total issued Shares of the Company, were present and voting at the AGM.

The Board is pleased to announce that all the proposed resolutions were duly passed by the shareholders of the Company by way of poll at the AGM. The poll results in respect of the respective resolutions were as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive and adopt the audited financial statements and the reports of the directors and the auditors of the Company and its subsidiaries for the year ended 31 December 2012.	360,000,000 (100%)	0 (0%)
2.	To declare a final dividend of HK\$0.02 per ordinary share for the year ended 31 December 2012 to the shareholders of the Company.	360,000,000 (100%)	0 (0%)
3.	(a) To re-elect Mr. Leung Yuen Ho, Simon as an executive director of the Company; and	360,000,000 (100%)	0 (0%)
	(b) To re-elect Mr. Hau Chi Hung as an independent non-executive director of the Company;	360,000,000 (100%)	0 (0%)
4.	To authorise the board of directors of the Company to fix the remuneration for each of the directors of the Company.	360,000,000 (100%)	0 (0%)
5.	To appoint Messrs. Deloitte Touche Tohmatsu, Certified Public Accountants as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	360,000,000 (100%)	0 (0%)
6.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares of the Company with an aggregate nominal amount not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution	360,000,000 (100%)	0 (0%)
7.	To grant a general mandate to the directors of the Company to repurchase shares of the Company with an aggregate nominal amount not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution	360,000,000 (100%)	0 (0%)
8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares of the Company repurchased by the Company	360,000,000 (100%)	0 (0%)

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

By order of the Board
Mastercraft International Holdings Limited
Leung Yuen Ho, Simon
Chairman and Executive Director

Hong Kong, 6 May 2013

As at the date of this notice, the Board comprises Mr. Leung Yuen Ho, Simon and Mr. Jerry Denny Strickland Jr. as executive directors; Mr. Hau Chi Hung, Mr. Lai Kin, Jerome and Mr. Tang Thomas Bong as independent non-executive directors.

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

This notice will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication and on the Company’s website at www.mastercraftholdings.com.