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## **Pegasus Entertainment Holdings Limited**

**天馬娛樂控股有限公司**

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

**(Stock Code: 8039)**

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 24 JANUARY 2014**

The Board is pleased to announce that the resolution proposed was duly passed by the Independent Shareholders by way of poll at the EGM held on 24 January 2014.

Reference is made to the notice of the extraordinary general meeting of Pegasus Entertainment Holdings Limited (the “**Company**”) dated 9 January 2014 (the “**Notice of EGM**”) and the circular of the Company dated 9 January 2014 (the “**Circular**”). Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as defined in the Circular.

#### **POLL RESULTS OF THE EGM**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that the resolution proposed as set out in the Notice of EGM was duly passed by the Independent Shareholders by way of poll at the extraordinary general meeting of the Company held on 24 January 2014 (the “**EGM**”).

The poll results in respect of the resolution proposed at the EGM are as follows:

<b>Ordinary Resolution</b>	<b>Number of Shares Actually Voted (%)</b>	
	<b>For</b>	<b>Against</b>
To refresh a general mandate and authorise the Directors to allot, issue and deal with new shares of the Company not exceeding 20% of its issued share capital.	19,796,025 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as ordinary resolution of the Company.

*Notes:*

1. As at the date of the EGM, the total number of issued Shares was 480,000,000 Shares, which represented the total number of shares entitling the holders to attend the EGM.
2. As at the date of the EGM, Honour Grace Limited, the controlling Shareholder and its respective associates were beneficially interested in total of 304,180,000 Shares. As referred to the Circular, Honour Grace Limited and its associates abstained from voting in favour of such resolution pursuant to Rule 17.42A of the GEM Listing Rules. As such, the total number of issued Shares available to vote on the proposed resolution at the EGM was 175,820,000 Shares.
3. None of the Independent Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the proposed resolution at the EGM.
4. For the above resolution, the Independent Shareholders, authorised proxies or authorised representatives holding in aggregate of 19,796,025 Shares, representing approximately 11.26% of the total voting Shares, were present at the EGM.
5. The Company's Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

By order of the Board  
**Pegasus Entertainment Holdings Limited**  
**Wong Chi Woon Edmond**  
*Executive Director*

Hong Kong, 24 January 2014

*As at the date of this announcement, the executive Directors are Mr. Wong Pak Ming (Chairman), Ms. Wong Yee Kwan Alvina and Mr. Wong Chi Woon Edmond; and the independent non-executive Directors are Mr. Lam Kam Tong, Mr. Lo Eric Tien-cheuk and Mr. Tang Kai Kui Terence.*

*This announcement, for which the Directors 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, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (a) the information contained in this announcement is accurate and complete in all material respects and not misleading; (b) there are no other matters the omission of which would make any statement in this announcement misleading; and (c) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*The announcement will remain on the "Latest Company Announcements" page of the GEM website ([www.hkgem.com](http://www.hkgem.com)) for at least seven days from the date of its posting and on the Company's website ([www.pegasusmovie.com](http://www.pegasusmovie.com)).*