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C CHENG HOLDINGS LIMITED

思城控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8320)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 2 JUNE 2015

The board of directors (the “**Board**”) of C Cheng Holdings Limited (the “**Company**”) announces that the poll results of the annual general meeting (the “**AGM**”) of the Company held on 2 June 2015 were set out as follows:

Ordinary Resolutions		Number of Shares Voted (Percentage %)	
		For	Against
1	To receive, consider and approve the audited financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2014	135,000,000 (100%)	0 (0%)
2	(a) To re-elect Mr. Fu Chin Shing as an executive director of the Company	135,000,000 (100%)	0 (0%)
	(b) To re-elect Mr. He Xiao as an executive Director of the Company	135,000,000 (100%)	0 (0%)
	(c) To re-elect Mr. Lo Wai Hung as an independent non-executive director of the Company	135,000,000 (100%)	0 (0%)
	(d) To authorise the board of directors to fix the remuneration of the directors of the Company	135,000,000 (100%)	0 (0%)
3	To re-appoint Messrs. Deloitte Touche Tohmatsu as the Company’s auditors and authorise the board of directors to fix their remuneration	135,000,000 (100%)	0 (0%)

Ordinary Resolutions		Number of Shares Voted (Percentage %)	
		For	Against
4	To grant a general mandate to the directors to allot, issue and deal with new shares*	135,000,000 (100%)	0 (0%)
5	To grant a general mandate to the directors to repurchase shares*	135,000,000 (100%)	0 (0%)
6	To extend the general mandate granted to the directors to issue new shares by adding the number of shares repurchased by the Company*	135,000,000 (100%)	0 (0%)

* The full text of Resolutions 4 to 6 are set out in the notice of AGM.

As more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions by the shareholders by way of poll at the AGM.

As at the date of the AGM, the number of issued shares of the Company was 180,000,000 shares, which was the total number of shares entitling the shareholders to attend and vote on all the resolutions at the AGM.

There were no shares of the Company entitling the shareholders to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and no shareholders of the Company were required under the GEM Listing Rules to abstain from voting on the proposed resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM. No shareholder has indicated in the circular containing the notice of the AGM any intention to vote against or to abstain from voting on any of the resolutions at the AGM.

Union Registrars Limited, the branch share registrar and transfer office of the Company, acted as scrutineer for the vote-taking at the AGM.

On behalf of the Board
C Cheng Holdings Limited
Liang Ronald
Chairman

Hong Kong, 2 June 2015

As at the date of this announcement, the executive Directors are Mr. Liang Ronald, Mr. Fu Chin Shing, Mr. Wang Jun You, Mr. Lo Kin Nang, Mr. Ng Kwok Fai and Mr. He Xiao, and the independent non-executive Directors are Mr. Lo Wai Hung, Mr. Wang Julius and Mr. Yu Chi Hang.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 this announcement misleading.

This announcement 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 posting and on the Company’s website at www.cchengholdings.com.