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## **China Wood Optimization (Holding) Limited**

**中國優材（控股）有限公司**

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

**(Stock Code: 8099)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 11 MAY 2016**

The Board is pleased to announce that all the resolutions proposed were duly passed by the Shareholders by way of poll at the AGM held on 11 May 2016.

Reference is made to the notice of the annual general meeting of China Wood Optimization (Holding) Limited (the “**Company**”) dated 29 March 2016 (the “**AGM Notice**”) and the circular of the Company dated 29 March 2016 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

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

The board of directors of the Company (the “**Board**”) is pleased to announce that all the resolutions proposed as set out in the AGM Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll pursuant to Rule 17.47(4) of the GEM Listing Rules at the annual general meeting of the Company held on 11 May 2016 (the “**AGM**”).

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of Shares Actually Voted (approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors and the auditors of the Company for the year ended 31 December 2015	226,430,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Zhang Dali as an independent non-executive director	226,430,000 (100%)	0 (0%)
	(b) To re-elect Mr. Pu Junwen as an independent non-executive director	226,430,000 (100%)	0 (0%)
	(c) To authorise the board of Directors to fix the Directors' remuneration	226,430,000 (100%)	0 (0%)
3.	To re-appoint KPMG as the Company's auditors for the year ending 31 December 2016 and authorise the board of Directors to fix their remuneration	226,430,000 (100%)	0 (0%)
4.	*To grant a general and unconditional mandate to the directors of the Company to allot, issue or otherwise deal with the unissued shares in the capital of the Company and to make or grant offers, agreements and options to the extent of not more than 20% of the existing issued share capital of the Company	223,438,000 (98.6786%)	2,992,000 (1.3214%)
5.	*To grant a general mandate to the directors of the Company to purchase the Company's shares to the extent of 10% of the issued share capital of the Company	226,430,000 (100%)	0 (0%)
6.	*To add the nominal amount of Shares repurchased by the Company under the mandate granted under resolution no. 5 to the mandate granted to the Directors under resolution no. 4	223,338,000 (98.6345%)	3,092,000 (1.3655%)
<b>Special Resolution</b>			
7.	To adopt the new set of amended and restated memorandum of association and articles of association of the Company in substitution for the existing amended and restated memorandum of association and articles of association of the Company	226,430,000 (100%)	0 (0%)

\* The full text of the proposed resolution was set out in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions of the Company. As a majority of not less than 75% of the votes were cast in favour of the resolution numbered 7, such resolution was duly passed as a special resolution of the Company.

Notes:

- As at the date of the AGM, the total number of issued shares of the Company was 1,000,000,000 shares, which represented the total number of shares entitling the holders to attend and vote on the proposed resolutions at the AGM.
- There were no Shareholders, who, pursuant to 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"), were required to abstain from voting in favour of any of the proposed resolutions at the AGM, nor were there any Shareholders who were required under the GEM Listing Rules to abstain from voting.

3. No parties have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.
4. The Company's Hong Kong branch share registrar, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board  
**China Wood Optimization (Holding) Limited**  
**Yim Tsun**  
Chairlady

Hong Kong, 11 May 2016

*As at the date of this announcement, the executive Directors are Ms. Yim Tsun and Mr. Li Li; and the independent non-executive Directors are Mr. Zhang Dali, Mr. Pu Junwen and Mr. Lau Ying Kit.*

*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, (i) the information contained in this announcement 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 in this announcement misleading; and (iii) 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.*

*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 seven days from the date of its posting. This announcement will also be published on the website of the Company at [www.chinawood.com.hk](http://www.chinawood.com.hk).*

*This announcement is prepared in both English and Chinese. In the event of inconsistency, the English text of the announcement shall prevail over the Chinese text.*