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## **PYXIS GROUP LIMITED**

### **瀚智集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 516)**

#### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 SEPTEMBER 2013**

At the annual general meeting (the “AGM”) of Pyxis Group Limited (the “Company”) held on 27 September 2013, all the proposed resolutions as set out in the notice of the AGM dated 12 July 2013 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 the Audited Accounts and Reports of the Directors and Auditors for the year ended 31 March 2013.   | 701,962,000<br>(100.000%)  | 0<br>(0.000%)         |
| 2(a).                       | To re-elect Miss Wing Yan AU as a Director.   | 700,026,000<br>(99.724%)   | 1,936,000<br>(0.276%) |
| 2(b).                       | To fix the maximum number of Directors.   | 701,962,000<br>(100.000%)  | 0<br>(0.000%)         |
| 2(c).                       | To authorise the Board of Directors to appoint new directors.   | 701,962,000<br>(100.000%)  | 0<br>(0.000%)         |
| 2(d).                       | To authorise the Board of Directors to fix the respective Directors’ remuneration.  | 701,962,000<br>(100.000%)  | 0<br>(0.000%)         |
| 3.                          | To re-appoint Ernst & Young as auditors and authorise the Board of Directors to fix their remuneration.   | 701,962,000<br>(100.000%)  | 0<br>(0.000%)         |
| 4.                          | To grant an issuance mandate to the directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution. | 700,026,000<br>(99.724%)   | 1,936,000<br>(0.276%) |
| 5.                          | To grant a repurchase mandate to the directors to purchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.                             | 701,962,000<br>(100.000%)  | 0<br>(0.000%)         |
| 6.                          | To extend the mandate granted to the directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate nominal amount of the shares repurchased by the Company.  | 700,026,000<br>(99.724%)   | 1,936,000<br>(0.276%) |

*Notes:*

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,400,001,640 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 2,400,001,640 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company's circular dated 12 July 2013 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's branch share registrar, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
Henry Hung CHEN  
Chairman

Hong Kong, 27 September 2013

*As at the date of this Announcement, the Board of the Company comprises Mr. Henry Hung CHEN (Chairman) and Miss Wing Yan AU as Executive Directors; and Mr. Chin Yao LIN as Independent Non-Executive Director.*