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## POLYTEC ASSET HOLDINGS LIMITED

保利達資產控股有限公司\*

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

(Stock Code: 208)

### POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 21 NOVEMBER 2018

References are made to the joint announcement of Kowloon Development Company Limited and Polytec Aset Holdings Limited (the “**Company**”) dated 22 June 2018, the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company both dated 26 October 2018. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “**Board**”) of the Company is pleased to announce the poll results taken at the EGM held on 21 November 2018.

Details of the poll results of the respective resolutions proposed at the EGM are as follows:

RESOLUTIONS	Number of Votes (%)		Passed by Independent Shareholders
	FOR	AGAINST	
1. To ratify, confirm and approve the sale and purchase agreement dated 22 June 2018 (the “ <b>Smart Rising Agreement</b> ”) entered into between Noble Prime International Limited (“ <b>Noble Prime</b> ”) and Polytec Holdings International Limited (the “ <b>Vendor</b> ”) in relation to the acquisition of 500 ordinary shares of Smart Rising Limited (“ <b>Smart Rising</b> ”) representing 50% of the issued share capital of Smart Rising and the sale loan representing 50% of the obligations, liabilities and debts owing or incurred by Smart Rising to the Vendor as at 31 May 2018 at an initial consideration of HK\$1,200,111,000 subject to a consideration adjustment to a cap of HK\$311,912,000 and the transactions contemplated thereunder; and that any one director of the Company be and is hereby authorised for and on behalf of the Company to do all such acts and things as he/she considers necessary and to sign and execute all such documents for the purpose of giving effect to the Smart Rising Agreement and completing the transactions contemplated thereunder.	337,067,916 (99.99%)	100 (0.01%)	Yes

RESOLUTIONS	Number of Votes (%)		Passed by Independent Shareholders
	FOR	AGAINST	
2. To ratify, confirm and approve the sale and purchase agreement dated 22 June 2018 (the “ <b>Allround Agreement</b> ”) entered into between Noble Prime and the Vendor in relation to the acquisition of 60 ordinary shares of Allround Holdings Limited (全能控股有限公司*) (“ <b>Allround</b> ”) representing 60% of the issued share capital of Allround and the sale loan representing 60% of the obligations, liabilities and debts owing or incurred by Allround to the Vendor as at 31 May 2018 at a consideration of HK\$644,378,000 and the transactions contemplated thereunder; and that any one director of the Company be and is hereby authorised for and on behalf of the Company to do all such acts and things as he/she considers necessary and to sign and execute all such documents for the purpose of giving effect to the Allround Agreement and completing the transactions contemplated thereunder.	337,067,916 (99.99%)	100 (0.01%)	Yes

As at the date of the EGM, the total number of Shares in issue was 4,438,967,838 Shares.

As at the date of the EGM, Marble King (a controlling shareholder of the Company), Mr. Or Pui Kwan, Ms. Or Pui Ying, Peranza hold 3,260,004,812 Shares, 7,000,000 Shares and 7,000,000 Shares respectively (representing approximately 73.44%, 0.16% and 0.16% of the total issued share capital of the Company respectively) and their associates, had abstained from voting on the resolutions proposed at the EGM. As such, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the resolutions proposed at the EGM was 1,164,963,026 Shares, representing approximately 26.24% of the total issued share capital of the Company as at the date of the EGM. Save as disclosed above, no Shareholder was required to abstain from voting on the resolutions at the EGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules.

As the majority of votes were cast in favour of each of the resolutions, all resolutions were duly passed by way of poll as ordinary resolutions.

Tricor Tengis Limited, the Company’s branch share registrar in Hong Kong, acted as scrutineer of the vote-taking at the EGM.

By Order of the Board  
**Polytec Asset Holdings Limited**  
**Yeung Kwok Kwong**  
*Managing Director*

Hong Kong, 21 November 2018

*As at the date of this announcement, Mr. Or Wai Sheun (Chairman), Mr. Yeung Kwok Kwong, Ms. Wong Yuk Ching and Ms. Chio Koc Ieng are Executive Directors of the Company; Mr. Lai Ka Fai and Ms. Or Pui Ying, Peranza are Non-executive Directors of the Company and Mr. Liu Kwong Sang, Dr. Tsui Wai Ling, Carlye and Prof. Dr. Teo Geok Tien Maurice are Independent Non-executive Directors of the Company.*

*\*For identification purpose only*