

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**CELESTIAL ASIA SECURITIES HOLDINGS LIMITED**

**時富投資集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1049)**

**POLL RESULTS OF  
SPECIAL GENERAL MEETING HELD ON 8 MAY 2015**

Reference is made to the circular of Celestial Asia Securities Holdings Limited (“Company”) dated 22 April 2015 (“Circular”) in relation to the disposal of 40.10% shareholding in CFSG to Oceanwide and the notice of the special general meeting of the Company (“SGM”) dated 22 April 2015. Terms used in this announcement shall have the same meaning as defined in the Circular unless otherwise stated.

**POLL RESULTS OF THE SGM**

The board of directors (“Board”) of the Company announces that the proposed ordinary resolution as set out in the notice of the SGM (“Resolution”) was not passed at the SGM held on 8 May 2015 at 10:00 a.m. by the Shareholders by way of poll pursuant to Rule 13.39(4) of the Listing Rules. Details of the poll results are set out below:

	Number of votes (%)	
	For	Against
<b>Ordinary resolution</b>		
To approve the sale and purchase agreement dated 9 March 2015 and the transactions contemplated thereunder.	2,400 (0.0022%)	107,351,148 (99.9978%)
As less than 50% of the votes attaching to the Shares held by Shareholders present and voting in person or by proxy at the SGM were cast in favour of the Resolution, the Resolution was not passed as an ordinary resolution at the SGM.		

As at the date of the SGM, the total number of issued Shares of the Company was 554,147,785 Shares.

As disclosed in the Circular, Mr Kwan (held as to 2,840,000 Shares, representing approximately 0.51% of the total issued share capital of the Company as at the date of the SGM) and Cash Guardian (held as to 181,245,205 Shares, representing approximately 32.70% of the total issued share capital of the Company as at the date of the SGM), whom collectively held as to 184,085,205 Shares, representing approximately 33.21% of the total issued share capital of the Company as at the date of the SGM and that they control or are entitled to exercise control in respect of their respective Shares, were required to and had abstained from voting on the Resolution at the SGM.

Accordingly, the total number of the Shares held by the Shareholders entitled to attend and vote on for or against the Resolution at the SGM was 370,062,580 Shares, representing approximately 66.79% of the total issued share capital of the Company as at the date of the SGM. Save as the aforesaid, there is no other restriction on any Shareholder to cast votes on the Resolution and no other Shareholders were required to under the Listing Rules to abstain from voting at the SGM.

Tricor Standard Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as scrutineer for the vote-taking at the SGM.

By order of the Board  
**Suzanne W S Luke**  
*Company Secretary*

Hong Kong, 8 May 2015

As at the date hereof, the directors of the Company comprise:-

*Executive Directors:*

Mr Kwan Pak Hoo Bankee  
Mr Law Ping Wah Bernard  
Mr Ng Hin Sing Derek

*Independent non-executive Directors:*

Mr Leung Ka Kui Johnny  
Mr Wong Chuk Yan  
Dr Chan Hak Sin

*\* For identification purpose only*