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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 31 DECEMBER 2015**

The Board is pleased to announce that the proposed ordinary resolutions as set out in the notice of the SGM were duly passed at the SGM held on 31 December 2015 by the Independent Shareholders by way of poll.

Reference is made to the circular of Celestial Asia Securities Holdings Limited (“Company”) dated 15 December 2015 (“Circular”) in relation to the New Margin Financing Agreements and the annual caps and the notice of the special general meeting of the Company (“SGM”) dated 15 December 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 is pleased to announce that the proposed ordinary resolutions as set out in the notice of the SGM (“Resolutions”) were duly passed at the SGM held on 31 December 2015 at 10:00 am by the Independent 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
Ordinary resolutions		
To approve new margin financing agreements and the annual caps and the transactions contemplated thereunder for each of the following connected clients (in the terms as set out in ordinary resolutions in the notice of the SGM dated 15 December 2015).		
(i) Mr Kwan Pak Hoo Bankee	129,626,884 (100%)	0 (0%)
(ii) Mr Law Ping Wah Bernard	388,309,379 (100%)	0 (0%)
(iii) Ms Cheng Pui Lai Majone	415,654,691 (100%)	0 (0%)
(iv) Mr Ng Kung Chit Raymond	415,654,691 (100%)	0 (0%)
(v) Mr Lam Man Michael	415,654,691 (100%)	0 (0%)
(vi) Mr Law Ka Kin Eugene	415,654,691 (100%)	0 (0%)
(vii) Mr Ng Hin Sing Derek	415,654,691 (100%)	0 (0%)
(viii) Mr Kwan Pak Leung Horace	129,626,884 (100%)	0 (0%)
(ix) Ms Chan Siu Fei Susanna	129,626,884 (100%)	0 (0%)
(x) Cash Guardian Limited	129,626,884 (100%)	0 (0%)
As more 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 Resolutions, the Resolutions were duly passed as ordinary resolutions at the SGM.		

As at the date of the SGM, the total number of issued Shares of the Company was 831,221,677 Shares.

As disclosed in the Circular, (a) Mr Kwan and Family Members, being Mr Kwan Pak Hoo Bankee (held as to 4,260,000 Shares, representing approximately 0.51% of the total issued share capital of the Company), Cash Guardian (held as to 281,767,807 Shares, representing approximately 33.90% of the total issued share capital of the Company), Mr Kwan Pak Leung Horace (held as to 52,804 Shares, representing approximately 0.0064% of the total issued share capital of the Company) and Ms Chan Siu Fei Susanna (held as to 12,000 Shares, representing approximately 0.0014% of the total issued share capital of the Company), whom collectively held 286,092,611 Shares (representing approximately 34.41% of the total issued share capital of the Company), 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 aforesaid Resolutions numbered (i), (viii), (ix) and (x) at the SGM; and (b) Mr Law Ping Wah Bernard held as to 27,345,312 Shares (representing approximately 3.29% of the total issued share capital of the Company), and that he controls or is entitled to exercise control in respect of his Shares, was required to and had abstained from voting on the aforesaid Resolution numbered (ii) at the SGM.

Accordingly, the total number of the Shares held by the Independent Shareholders entitled to attend and vote on for or against the Resolutions numbered (i), (viii), (ix) and (x) at the SGM was 545,129,066 Shares, representing approximately 65.59% of the total issued share capital of the Company as at the date of the SGM; and the total number of the Shares held by the Independent Shareholders entitled to attend and vote on for or against the Resolution numbered (ii) at the SGM was 803,876,365 Shares, representing approximately 96.71% 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 Resolutions and no other Shareholders were required to under the Listing Rules to abstain from voting at the SGM.

Messrs Tam & Wong, *Certified Public Accountants*, was appointed as scrutineer for the vote-taking at the SGM.

By order of the Board
Suzanne W S Luke
Company Secretary

Hong Kong, 31 December 2015

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

Executive Directors:

Mr Kwan Pak Hoo Bankee, JP
Mr Law Ping Wah Bernard
Mr Law Ka Kin Eugene
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*