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VICTORY GROUP LIMITED
(Incorporated in Bermuda with limited liability)
(Stock code: 1139)

**POLL RESULTS OF 2013 ANNUAL GENERAL MEETING
HELD ON 7 JUNE 2013
AND
RETIREMENT OF EXECUTIVE DIRECTOR**

The board of directors (the “Board”) is pleased to announce that at the annual general meeting (“AGM”) of Victory Group Limited (the “Company”) held on 7 June 2013, all the proposed resolutions were voting by way of poll, by the shareholders of the Company. As at the date of the AGM, the total number of issued shares of the Company was 859,146,438 shares, which was the total number of shares entitling the shareholders of the Company to attend and vote for or against the resolutions proposed at the AGM. No shareholders of the Company 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”). No shareholders of the Company entitled to attend and vote were required under the Listing Rules to abstain from voting on the resolutions at the AGM and there were no restrictions on any shareholder casting votes on the resolutions proposed at the AGM. No party had indicated in the circular containing the AGM notice has stated its intention to vote against the resolutions proposed at the AGM or to abstain from voting.

Details of the poll results are set out as follows:

Ordinary Resolutions		Number of Shares (%)	
		For	Against
1	To receive and consider the audited financial statement and the reports of the directors and of the auditors for the year ended 31 December 2012.	331,483,677 (100%)	0 (0%)

2	(i) To re-elect Mr. Lin Huiwen as a director.	1,133,525 (0.342%)	330,350,152 (99.658%)
	(ii) To re-elect Mr. Chan Kingsley Chiu Yin as a director.	331,483,677 (100%)	0 (0%)
	(iii) To authorise the Board to fix the directors' remuneration.	331,483,677 (100%)	0 (0%)
3	To re-appoint Lo and Kwong C.P.A. Limited as auditors and to authorize the Board to fix their remuneration.	331,483,677 (100%)	0 (0%)
4	To give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital.	331,483,677 (100%)	0 (0%)
5	To give a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the existing issued share capital.	331,483,677 (100%)	0 (0%)
6	To extend the general mandate granted to the directors to issue shares by the number of shares repurchased.	331,483,677 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of resolutions 1, 2(ii), 2(iii), 3, 4, 5 and 6 at the AGM, these resolutions were duly passed as ordinary resolutions of the Company. As more than 50% of the votes were cast against resolution 2(i), this resolution was not passed.

Tricor Tengis Limited, the Company's share registrar, acted as the scrutineer at the AGM.

RETIREMENT OF EXECUTIVE DIRECTOR

As resolution 2(i) in connection with the re-election of Mr. Lin Huiwen as a director did not carry, Mr. Lin Huiwen retired as an executive director of the Company with effect from the conclusion of the AGM.

By Order of the Board
Victory Group Limited
Chan Chun Choi
Chairman and Managing Director

Hong Kong, 7 June 2013

As at the date of this announcement, the Board comprises Mr. Chan Chun Choi, Mr. Chan Kingsley Chiu Yin and Ms. Lo So Wa Lucy (formerly known as Ms. Lu Su Hua) as executive directors; Mr. Cheung Man Fu, Mr. Ip Ka Keung and Dr. Lam King Hang, as independent non-executive directors.