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MEGALOGIC TECHNOLOGY HOLDINGS LIMITED

宏創高科集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8242)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 MAY 2012

AND

ADOPTION OF SHARE OPTION SCHEME

<p>The Board is pleased to announce that all the resolutions proposed at the AGM held on 16 May 2012 were duly passed by way of poll and the Company has also adopted the Share Option Scheme at the AGM.</p>

Reference is made to the circular (the “**Circular**”) of Megalogic Technology Holdings Limited (the “**Company**”) and the notice of annual general meeting (the “**Notice**”) both dated 30 March 2012 and issued to the shareholders of the Company. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE AGM

At the annual general meeting of the Company held on 16 May 2012 (the “**AGM**”), all the proposed resolutions as set out in the Notice were taken by poll.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued shares in the Company was 200,000,000 shares, which was the total number of shares in the Company entitling the holders to attend and vote for or against the resolutions at the AGM. There was no restriction on any shareholders of the Company casting votes in any of the resolutions at the AGM and there was no share of the Company entitling the holders to attend and vote only against any of the resolutions at the AGM. No party has stated its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

The Board is pleased to announce that all the proposed resolutions were duly passed by the shareholders of the Company by way of poll at the AGM. The poll results in respect of the respective resolutions were as follows:

Ordinary Resolutions		No. of Votes (%)		Total Number of Votes Cast
		For	Against	
1.	To receive and consider the audited consolidated financial statements and the reports of directors of the Company and the independent auditor of the Company for the year ended 31 December 2011.	131,523,564 (100%)	0 (0%)	131,523,564
2.	To re-elect Mr. Hui King Chun as non-executive director of the Company.	131,523,564 (100%)	0 (0%)	131,523,564
3.	To re-elect Mr. Li Kwei Chung as executive director of the Company.	131,523,564 (100%)	0 (0%)	131,523,564
4.	To re-elect Mr. Liu Kam Lung as executive director of the Company.	131,523,564 (100%)	0 (0%)	131,523,564
5.	To authorise the Board to fix the directors' remuneration.	131,523,564 (100%)	0 (0%)	131,523,564
6.	To re-appoint Graham H.Y. Chan & Co. as the auditor of the Company and to authorise the Board to fix the auditor's remuneration.	131,523,564 (100%)	0 (0%)	131,523,564
7.	To grant a general mandate to the directors of the Company to allot, issue and deal with the Company's new shares.	131,520,947 (99.998%)	2,617 (0.002%)	131,523,564
8.	To grant a general mandate to the directors of the Company to purchase or otherwise acquire the Company's shares.	131,523,564 (100%)	0 (0%)	131,523,564
9.	To extend the general mandate granted to the directors of the Company under resolution numbered 7 by an amount representing the aggregate nominal value of the shares repurchased by the Company under resolution numbered 8.	131,520,947 (99.998%)	2,617 (0.002%)	131,523,564
10.	To approve and adopt the Share Option Scheme and to authorise the directors of the Company to grant options to the eligible participants and to allot and issue Shares upon the exercise of any option granted.	131,520,947 (99.998%)	2,617 (0.002%)	131,523,564

Please refer to the Notice for the full descriptions of the above resolutions.

On the basis of the votes set out above, all the above resolutions were duly passed as ordinary resolutions.

ADOPTION OF SHARE OPTION SCHEME

Pursuant to Rule 23.02(1)(a) of the GEM Listing Rules, the Board is pleased to announce that the Share Option Scheme, terms of which have been prepared in compliance with Chapter 23 of the GEM Listing Rules and the summary of the principal terms of which had been set out in Appendix III to the Circular, was approved and adopted by the Shareholders upon passing of the ordinary resolution numbered 10 at the AGM subject to and conditional upon the Listing Committee of the Stock Exchange granting approval of the listing of, and permission to deal in, the Shares fall to be issued pursuant to the exercise of any options granted under the Share Option Scheme.

By order of the Board
Megalogic Technology Holdings Limited
Liu Kam Lung
*Executive Director and Company
Secretary*

Hong Kong, 16 May 2012

As at the date of this announcement, the non-executive director of the Company is Mr. Hui King Chun; the executive directors of the Company are Mr. Li Kwei Chung, Mr. Liu Kam Lung and Mr. Liu Loi Ying; and the independent non-executive directors of the Company are Mr. Chan Sun Kwong, Mr. Chan Chi Kwong, Dickson, Mr. Ko Yin Wai and Mr. Sung Tak Wing, Leo.

This announcement, for which the directors of the Company (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication and on the Company’s website at www.megalogic.com.hk.