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**TONLY ELECTRONICS HOLDINGS LIMITED**

**通力電子控股有限公司**

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

**(Stock Code: 01249)**

**POLL RESULTS AT THE ANNUAL GENERAL MEETING  
HELD ON 17 APRIL 2014**

The board of directors (the “Board”) is pleased to announce the results of the poll taken at the AGM.

At the annual general meeting of Tonly Electronics Holdings (the “Company”) held on 17 April 2014 (the “AGM”), the voting on all proposed resolutions (the “Resolutions”) as set out in the Notice of the AGM dated 17 March 2014 (the “Notice”) were conducted by way of poll.

The poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
1.	to adopt the audited consolidated financial statements and the reports of the directors (the “Directors”) and independent auditors (the “Auditors”) of the Company for the year ended 31 December 2013	90,619,653 (100%)	0 (0.00%)
2.	to declare a final dividend of 23.8 HK cents per ordinary share of the Company to be paid out of the distributable profits of the Company to the shareholders of the Company (“Shareholders”) whose names appear on the register of members of the Company on 29 April 2014	90,619,653 (100%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
3.	to re-appoint Messrs. Ernst & Young as the Auditors and to authorise the board of Directors to fix their remuneration	90,112,843 (99.44%)	506,810 (0.56%)
4.	(a) to re-elect Mr. Yu Guanghui as an executive Director	89,169,813 (98.40%)	1,449,840 (1.60%)
	(b) to re-elect Mr. Song Yonghong as an executive Director	86,796,830 (95.78%)	3,822,823 (4.22%)
	(c) to re-elect Mr. Ren Xuenong as an executive Director	90,542,413 (99.91%)	77,240 (0.09%)
5.	to authorize the board of Directors to fix the Directors' remuneration	90,542,448 (99.92%)	68,405 (0.08%)
6.	to grant the general mandate to the Directors to issue or otherwise deal with unissued shares of the Company (the "General Mandate") as set out in item 6 of the Notice	86,865,170 (95.86%)	3,754,483 (4.14%)
7.	to grant the repurchase mandate to the Directors to repurchase shares of the Company (the "Repurchase Mandate") as set out in item 7 of the Notice	90,610,853 (100.00%)	0 (0.00%)
8.	to approve the addition to the General Mandate of the number of Shares repurchased by the Company under the Repurchase Mandate as set out in item 8 of the Notice	86,865,170 (95.86%)	3,754,483 (4.14%)
9.	to approve the adoption of the Share Option Scheme as set out in item 9 of the Notice	86,808,170 (95.79%)	3,811,483 (4.21%)

As at the date of the AGM, the total number of the Company's issued shares was 133,316,234, which was the total number of shares entitling the holders to attend and vote for or against all the Resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the Resolutions at the AGM.

As more than 50% of the valid votes were cast in favour of all the ordinary resolutions, all ordinary resolutions were duly passed by way of poll at the AGM.

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

On behalf of the Board  
**YUAN Bing**  
Chairman

Hong Kong, 17 April 2014

*As at the date of this announcement, the Board comprises YU Guanghui, SONG Yonghong and REN Xuenong as executive Directors, YUAN Bing and LEONG Yue Wing as non-executive Directors and POON Chiu Kwok, LI Qi and YOUNG Shiao Ming as independent non-executive Directors.*