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RCG

RCG Holdings Limited

宏霸數碼集團（控股）有限公司*

(a company incorporated in Bermuda with limited liability)

(Stock Code: 802)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 JUNE 2015

The Board announces that all ordinary resolutions and a special resolution proposed at the AGM held on 30 June 2015 were duly passed.

The board of directors (the “Board”) of RCG Holdings Limited (the “Company”) announces that the annual general meeting (“AGM”) of the Company was duly held at 4:00 p.m. on 30 June 2015 (Hong Kong time) at No. 16-3, Jalan PJU 5/4, Dataran Sunway, Kota Damansara, 47810 Petaling Jaya, Selangor, Malaysia. A poll was demanded by the chairman for voting on all resolutions as set out in the notice of AGM dated 30 April 2015.

The poll results are as follows:

RESOLUTIONS	Number of Votes (%)		Passed by shareholders	
	For	Against		
ORDINARY RESOLUTIONS				
1.	To receive and consider the audited financial statements for the year ended 31 December 2014 and the reports of the directors of the Company (the “Directors”) and of the auditors thereon.	227,055,052 (100.0000%)	0 (0.0000%)	Yes
2.	(a) To re-elect Mr. Li Jinglong as an executive Director.	227,054,123 (99.9996%)	929 (0.0004%)	Yes
	(b) To re-elect Mr. Wang Zhongling as an executive Director.	227,054,123 (99.9996%)	929 (0.0004%)	Yes
3.	To authorise the board of Directors or executive committee of the board of Directors to fix the remuneration of the Directors.	227,054,123 (99.9996%)	929 (0.0004%)	Yes

* For purpose of identification only

RESOLUTIONS	Number of Votes (%)		Passed by shareholders	
	For	Against		
ORDINARY RESOLUTIONS				
4.	To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and authorise the board of Directors to fix their remuneration.	227,054,123 (99.9996%)	929 (0.0004%)	Yes
5.	To grant a general mandate to the Directors to allot, issue and deal with new Shares not exceeding 20% of the existing issued share capital of the Company.	227,049,929 (99.9977%)	5,123 (0.0023%)	Yes
6.	To extend the general mandate granted to the Directors to allot, issue and deal with new shares by an amount not exceeding the amount of the Shares repurchased by the Company.	227,049,929 (99.9977%)	5,123 (0.0023%)	Yes
SPECIAL RESOLUTION				
7.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company.	227,055,052 (100.0000%)	0 (0.0000%)	Yes

Remarks:

- a. The total number of the shares of the Company in issue at the time of AGM: 1,002,486,496
- b. The total number of shares entitling the holder to attend and vote for or against the resolutions at the AGM: 1,002,486,496
- c. The total number of shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM: nil.
- d. None of the shareholders of the Company have stated their intention in the Company's circular dated 30 April 2015 to vote against any of the resolutions at the AGM.
- e. None of the shareholders of the Company is required to abstain from voting on any of the resolutions at the AGM.
- f. The Company's auditors, HLB Hodgson Impey Cheng Limited, acted as the scrutineer for the vote taking at the AGM.

By Order of the Board of
RCG Holdings Limited
Li Jinglong
Executive Director

Hong Kong, 30 June 2015

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Li Jinglong

Zhang Ligong

Wang Zhongling

Independent Non-executive Directors:

Liu Wen

Kwan King Wah

Zeng Min