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## **SINCERE WATCH (HONG KONG) LIMITED**

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

**(Stock Code: 444)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 AUGUST 2016**

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM held on 26 August 2016.

Reference is made to the circular of Sincere Watch (Hong Kong) Limited (the “**Company**”) dated 27 July 2016 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF AGM**

The Board is pleased to announce that all the resolutions as set out in the AGM Notice dated 27 July 2016 were duly passed by the Shareholders by way of poll at the AGM held on 26 August 2016.

As at the date of the AGM, the total number of issued Shares was 4,152,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions and no Shareholder was entitled to attend and vote only against the resolutions at the AGM. None of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as scrutineer for the vote-taking at the AGM. Set out below are the poll results in respect of the respective resolutions put to vote at the AGM:

Ordinary Resolutions		Number of Shares voted (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and the independent auditor for the year ended 31 March 2016.	2,253,641,015 (100.000%)	0 (0.000%)
2.	(A) (a) To re-elect Mrs. Chu Yuet Wah as an executive director.	2,248,971,015 (99.793%)	4,670,000 (0.207%)
	(b) To re-elect Mr. Lau Man Tak as an independent non-executive director.	2,253,621,015 (99.999%)	20,000 (0.001%)
	(c) To re-elect Mr. Zhang Xiaoliang as an executive director.	2,248,971,015 (99.793%)	4,670,000 (0.207%)
	(d) To re-elect Mr. Yang Guangqiang as an executive director.	2,248,971,015 (99.793%)	4,670,000 (0.207%)
	(B) To authorise the board of directors to fix the directors' remuneration.	2,253,641,015 (100.000%)	0 (0.000%)
3.	To re-appoint BDO Limited as auditor and to authorise the board of directors to fix the auditor's remuneration.	2,253,641,015 (100.000%)	0 (0.000%)
4.	To grant a general mandate to the directors to repurchase shares of the Company. *	2,253,641,015 (100.000%)	0 (0.000%)
5.	To grant a general mandate to the directors to allot and issue new shares of the Company. *	2,199,401,153 (97.593%)	54,239,862 (2.407%)
6.	To extend the general mandate granted to the directors to issue shares by adding the aggregate number of shares repurchased by the Company. *	2,199,401,153 (97.593%)	54,239,862 (2.407%)
7.	To adopt the Share Option Scheme. *	2,205,598,125 (97.868%)	48,042,890 (2.132%)

\* The full text of resolution nos. 4 to 7 is set out in the AGM Notice dated 27 July 2016.

As more than 50% of the votes were cast in favour of each resolution, all the above resolutions were duly passed as ordinary resolutions.

By Order of the Board  
**Sincere Watch (Hong Kong) Limited**  
**Chu Yuet Wah**  
*Chairman*

Hong Kong, 26 August 2016

*As at the date of this announcement, the Executive Directors of the Company are Mrs. Chu Yuet Wah (Chairman), Mr. Zhang Xiaoliang (Co-Chairman), Mr. Wu Ting Yuk, Anthony (Co-Chairman), Mr. Chu, Kingston Chun Ho (Vice Chairman and Managing Director) and Mr. Yang Guangqiang; and the Independent Non-executive Directors of the Company are Mr. Lau Man Tak, Ms. Lo Miu Sheung, Betty and Dr. Wong Yun Kuen.*