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UKF (HOLDINGS) LIMITED

英裘(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01468)

POLL RESULT OF THE ANNUAL GENERAL MEETING RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR CHANGE OF CHAIRMAN OF REMUNERATION COMMITTEE AND CHANGE OF MEMBER OF COMMITTEES

At the annual general meeting of UKF (Holdings) Limited (the “**Company**”) held on 26 August 2016 (the “**AGM**”), save for ordinary resolution no. 3(c) which has been withdrawn, the voting on all proposed resolutions (the “**Resolutions**”) as set out in the Notice of the AGM dated 20 July 2016 (the “**AGM Notice**”) were conducted by way of poll.

Immediately before the AGM, the Company was informed by Mr. Jean-pierre Philippe (“**Mr. Philippe**”), an independent non-executive director of the Company, that as he wishes to devote more time on his other business commitments, he decided not to seek for re-election at the AGM. Accordingly, Resolution no. 3(c) has been withdrawn and was not put forward at the AGM for voting. Proxy forms lodged by shareholders of the Company (the “**Shareholders**”) remained valid except that no poll were counted for Resolution no. 3(c).

As at the date of the AGM, the total number of the Company’s issued shares was 3,024,445,215 shares, all of which entitle their holders to attend and vote for or against all the Resolutions at the AGM. There was no restriction on any Shareholders 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 Resolutions (except for Resolution no. 3(c)), each of the Resolutions was duly passed as an ordinary resolution 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.

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 of the Company (the “ Directors ”) and the independent auditors of the Company (the “ Auditors ”) for the year ended 31 March 2016	1,518,378,736 (100%)	0 (0%)
2.	To re-appoint HLM CPA Limited as the Auditors and to authorise the board of Directors to fix their remuneration	1,518,378,736 (100%)	0 (0%)
3(a)	To re-elect Ms. Mak Yun Chu as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2019	1,518,378,736 (100%)	0 (0%)
3(b)	To re-elect Ms. Kwok Yin Ning as an executive Director	1,518,378,736 (100%)	0 (0%)
3(c)	To re-elect Mr. Jean-pierre Philippe as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2019	N/A (note)	N/A (note)
4.	To authorise the board of Directors to fix the Directors’ remuneration	1,518,378,736 (100%)	0 (0%)
5.	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 5 of the AGM Notice	1,518,154,096 (99.99%)	224,640 (0.01%)
6.	To grant the repurchase mandate to the Directors to repurchase shares of the Company (the “ Repurchase Mandate ”) as set out in item 6 of the AGM Notice	1,518,378,736 (100%)	0 (0%)
7.	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 7 of the AGM Notice	1,518,154,096 (99.99%)	224,640 (0.01%)

Note: As Mr. Philippe did not seek for re-election as an independent non-executive Director at the AGM, Resolution no. 3(c) has been withdrawn.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that Mr. Philippe has retired as an independent non-executive Director at the conclusion of the AGM as he informed the Company immediately before the AGM that he decided not to seek for re-election for reason that he would like to devote more time on his other business commitments. Mr. Philippe has confirmed that he has no disagreements with the Board and there are no matters that need to be brought to the attention to the Shareholders regarding his retirement. Following his retirement, Mr. Philippe also ceased to be the chairman of Remuneration Committee of the Company (the “**Remuneration Committee**”) and a member of Audit Committee of the Company (the “**Audit Committee**”) and Nomination Committee of the Company (the “**Nomination Committee**”).

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF REMUNERATION COMMITTEE AND MEMBERS OF COMMITTEES

The Board would like to announce that Mr. Hung Wai Che (“**Mr. Hung**”) has been appointed as an independent non-executive Director, chairman of Remuneration Committee and member of Audit Committee and Nomination Committee with effect from 26 August 2016 to fill the vacancy arising from Mr. Philippe’s retirement.

Mr. Hung, aged 40, has over 13 years of experience in legal field and operating and managing various energy and recycling projects including power station and oil refinery factories in China and Hong Kong. He graduated from the University of Wales, Aberystwyth, United Kingdom with Honours Degree in Law.

Save as disclosed above, as at the date of this announcement, Mr. Hung does not hold any other position with the Company or its subsidiaries, nor has he held any directorships in other listed public companies in the past three years. Mr. Hung does not have any relationship with other directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Hung does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Hung has entered into an appointment letter with the Company for a term of three years commencing from 26 August 2016 subject to (a) the terms under the appointment letter; (b) the rotation, removal, vacation or termination of his office as a Director or the disqualification to act as a Director as set out in the articles of association of the Company, the applicable laws and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). In accordance with the articles of association the Company, Mr. Hung shall hold office until the first general meeting of the Company after his appointment and shall be subject

to re-election at such meeting. The remuneration of Mr. Hung is HK\$120,000 per annum and his remuneration is determined by the Board with reference to his respective qualification and experience, duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

Save as disclosed above, there is no information relating to the appointment of Mr. Hung that needs to be brought to the attention of the holders of securities of the Company nor is there any information required to be disclosed by the Company pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board takes this opportunity to thank Mr. Philippe for his invaluable support and contributions to the Company during his tenure and warmly welcomes Mr. Hung's joining.

On behalf of the Board
UKF (Holdings) Limited
Wong Chun Chau
Chairman

Hong Kong, 26 August 2016

Executive Directors:

Mr. Wong Chun Chau (*Chairman*)

Ms. Kwok Yin Ning

Independent non-executive Directors:

Ms. Mak Yun Chu

Mr. Tang Tat Chi

Mr. Hung Wai Che