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SUNCITY GROUP HOLDINGS LIMITED

太陽城集團控股有限公司

(formerly known as “Sun Century Group Limited” “太陽世紀集團有限公司”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 23 JUNE 2017**

Reference is made to the notice of annual general meeting (the “**Notice**”) and the circular (the “**Circular**”) of Suncity Group Holdings Limited (the “**Company**”) both dated 23 May 2017. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 23 June 2017. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, has been appointed and acted as the scrutineer for the vote-taking at the AGM. The results of the polls on the resolutions at the AGM were as follows:

Resolutions		No. of votes cast and percentage of total no. of votes cast	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2016.	4,719,878,947 (99.999%)	6,300 (0.001%)

Resolutions		No. of votes cast and percentage of total no. of votes cast	
		For	Against
2.	(i). To re-elect Mr. Lo Kai Bong as an executive Director;	4,719,879,247 (99.999%)	6,300 (0.001%)
	(ii). To re-elect Mr. Au Chung On John as an executive Director;	4,719,879,247 (99.999%)	6,300 (0.001%)
	(iii). To re-elect Mr. Manuel Assis Da Silva as an executive Director;	4,719,879,247 (99.999%)	6,300 (0.001%)
	(iv). To re-elect Mr. Chau Cheok Wa as an executive Director;	4,716,029,247 (99.918%)	3,856,300 (0.082%)
	(v). To re-elect Dr. Wu Kam Fun Roderick as an independent non-executive Director; and	4,719,369,247 (99.989%)	516,300 (0.011%)
	(vi). To authorize the Board of Directors to fix the remunerations of the Directors.	4,719,879,247 (99.999%)	6,300 (0.001%)
3.	To re-appoint Andes Glacier CPA Limited as the auditor of the Company and to authorize the Board of Directors to fix its remuneration.	4,719,879,247 (99.999%)	6,300 (0.001%)
4.	To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	4,711,857,147 (99.830%)	8,028,100 (0.170%)
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	4,719,883,747 (99.999%)	1,800 (0.001%)
6.	To extend the general mandate granted to the Directors allot, issue and deal with additional shares of the Company by the aggregate number of the shares repurchased by the Company.	4,711,857,147 (99.830%)	8,028,100 (0.170%)

The number of votes and percentages of the voting as stated above are based on the total number of shares of the Company held by the Shareholders who attended and voted at the AGM in person, by corporate representative or by proxy.

The full text of the resolutions was set out in the Notice.

As more than 50% of the votes cast in the AGM voted for the resolutions at the AGM, the resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 6,020,818,900 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all resolutions proposed at the AGM. There were no shares entitling the holder to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Rules Governing the List of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the shareholders of the Company have stated their intention in the Company’s circular dated 23 May 2017 to vote against or to abstain from voting on any of the resolutions at the AGM.

By order of the Board
Suncity Group Holdings Limited
Chau Cheok Wa
Chairman

Hong Kong, 23 June 2017

As at the date of this announcement, the executive Directors are Mr. Chau Cheok Wa, Ms. Yeung So Mui, Mr. Lo Kai Bong, Mr. Au Chung On John and Mr. Manuel Assis Da Silva; and the independent non-executive Directors are Mr. Tou Kin Chuen, Dr. Wu Kam Fun Roderick and Mr. Lo Wai Tung John.