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Newtree Group Holdings Limited

友川集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1323)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 15 AUGUST 2017

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 15 August 2017.

Reference is made to the circular incorporating the notice dated 10 July 2017 (the “**Notice of AGM**”) of the annual general meeting held on 15 August 2017 (the “**AGM**”) of Newtree Group Holdings Limited (the “**Company**”) relating to, among others, the proposed grant of general mandate to issue and repurchase Shares and extend general mandate to issue Shares; and the proposed re-election of Directors (the “**Circular**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued Shares was 2,378,783,201, being the total number of Shares entitling the holders thereof to attend and vote for or against all the resolutions proposed at the AGM. No Shareholders were required to abstain from voting at the AGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules at the AGM.

The poll results in respect of each of the resolutions as set out in the Notice of AGM were as follows:

Ordinary Resolutions		Number of Votes (%)		Total number of votes cast
		For	Against	
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 March 2017	21,672,040 (100)%	0 (0)%	21,672,040 (100)%
2.	(a) To re-elect Mr. Wong Wai Sing as a Director	21,672,040 (100)%	0 (0)%	21,672,040 (100)%
	(b) To re-elect Mr. Chan Kin Lung as a Director	20,001,040 (92.29)%	1,671,000 (7.71)%	21,672,040 (100)%
	(c) To re-elect Mr. Lee Chi Shing, Caesar as a Director	20,001,040 (92.29)%	1,671,000 (7.71)%	21,672,040 (100)%
	(d) To re-elect Ms. Lin Fang as a Director	20,001,040 (92.29)%	1,671,000 (7.71)%	21,672,040 (100)%
	(e) To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors	21,672,040 (100)%	0 (0)%	21,672,040 (100)%
3.	To re-appoint Moore Stephens CPA Limited as auditor of the Company and to authorise the Board to fix its remuneration	21,672,040 (100)%	0 (0)%	21,672,040 (100)%
4.	To grant a general mandate to the Board to issue additional Shares not exceeding 20% of the number of the issued Shares	20,001,040 (92.29)%	1,671,000 (7.71)%	21,672,040 (100)%
5.	To grant a general mandate to the Board to repurchase Shares not exceeding 10% of the number of the issued Shares	21,672,040 (100)%	0 (0)%	21,672,040 (100)%
6.	To add the number of Shares repurchased pursuant to resolution no. 5 to the general mandate granted to the Directors under resolution no. 4	20,001,040 (92.29)%	1,671,000 (7.71)%	21,672,040 (100)%

Note: The full text of the resolutions are set out in the Notice of AGM.

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

By Order of the Board
Newtree Group Holdings Limited
Wong Wai Sing
Chairman and Executive Director

Hong Kong, 15 August 2017

As at the date of this announcement, the executive Directors are Mr. Wong Wai Sing, Mr. Chan Kin Lung, Mr. Lee Chi Shing, Caesar, Ms. Yick Mi Ching, Dawnibilly and Mr. Wong Jeffrey; the non-executive Director is Ms. Lin Fang; and the independent non-executive Directors are Mr. Kwok Kam Tim, Dr. Hui Chik Kwan and Mr. Tso Ping Cheong, Brian.