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TA YANG GROUP HOLDINGS LIMITED

大 洋 集 團 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1991)

POLL RESULTS AT THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 14 DECEMBER 2017

The Board is pleased to announce that all the resolutions set out in the AGM Notice contained in the Circular were duly passed by the Shareholders by way of poll at the AGM.

Reference is made to the circular (the “**Circular**”) of Ta Yang Group Holdings Limited (the “**Company**”) dated 14 November 2017 and the supplemental circular (the “**Supplemental Circular**”) of the Company dated 23 November 2017. Unless the context requires otherwise, capitalised terms used in this announcement have the same meanings as those defined in the Circular and the Supplemental Circular.

Poll Results at the Annual General Meeting

The Board is pleased to announce the poll results in respect of all the resolutions proposed (the “**Proposed Resolutions**”) at the annual general meeting of the Company held on 14 December 2017 (the “**AGM**”).

The Company's Hong Kong branch share registrar and transfer office, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The voting results in respect of the Proposed Resolutions are as follows:

| Ordinary Resolutions | | Number of votes (%) | |
|----------------------|--|---------------------------|--------------------|
| | | For | Against |
| 1. | To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors of the Company for the year ended 31 July 2017 | 436,574,660 (100%) | 0 (0%) |
| 2. | (i) To re-elect Ms. Wang Yayuan as a director of the Company | 436,574,660 (100%) | 0 (0%) |
| | (ii) To re-elect Mr. Wu Tak Kong as a director of the Company | 436,574,660 (100%) | 0 (0%) |
| | (iii) To re-elect Ms. Shi Qi as a director of the Company | 436,574,660 (100%) | 0 (0%) |
| | (iv) To re-elect Ms. Xu Chendi as a director of the Company | 436,574,660 (100%) | 0 (0%) |
| | (v) To re-elect Mr. Qiu Yonghao as a director of the Company | 436,574,660 (100%) | 0 (0%) |
| 3. | To authorize the board of directors of the Company to fix the remuneration of the Directors | 436,574,660 (100%) | 0 (0%) |
| 4. | To re-appoint auditors and authorize the board of directors to fix their remuneration | 436,574,660 (100%) | 0 (0%) |
| 5. | To approve granting the general mandate to the Directors to allot, issue and deal with the Company's shares (<i>Note</i>) | 436,572,660 (99.9995%) | 2,000 (0.0005%) |
| 6. | To approve granting the general mandate to the Directors to repurchase the Company's shares (<i>Note</i>) | 436,572,660 (99.9995%) | 2,000 (0.0005%) |
| 7. | To authorize the Directors to extend the general mandate to issue new shares by adding the number of shares repurchased (<i>Note</i>) | 436,572,660 (99.9995%) | 2,000 (0.0005%) |

Note: Please refer to the AGM Notice dated 14 November 2017 for the full text of the Proposed Resolutions.

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

As at the date of the AGM, the total number of issued shares of the Company was 871,178,000 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against any of the Proposed Resolutions at the AGM. There were no restrictions on any Shareholder to cast votes on any of the Proposed Resolutions at the AGM.

By Order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady and Chief Executive Officer

Hong Kong, 14 December 2017

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Shi Qi, Ms. Xu Chendi and Mr. Qiu Yonghao; three non-executive Directors, namely Mr. Gao Feng, Mr. Han Lei and Ms. Wang Yayuan; and three independent non-executive Directors, namely Ms. Zhang Lijuan, Mr. Pak Wai Keung, Martin and Mr. Wu Tak Kong.