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VALUE CONVERGENCE HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 OCTOBER 2018

The Board is pleased to announce that the Resolution was duly passed by the Shareholders by way of poll at the EGM held on 15 October 2018.

Reference is made to the circular of the Company dated 26 September 2018 (the “**Circular**”) and the proposed ordinary resolution (the “**Resolution**”) set out in the notice of the extraordinary general meeting (the “**EGM**”) of Value Convergence Holdings Limited (the “**Company**”) dated 26 September 2018 (the “**EGM Notice**”). Capitalized terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that the Resolution was duly passed by the Shareholders attending and voting at the EGM by way of poll.

As at the date of the EGM, the total number of issued Shares of the Company was 1,119,874,675 Shares. The Vendor and his associates, who were, in aggregate, interested in 54,204,000 Shares had abstained from voting in relation to the Resolution. Save as disclosed above, no other Shareholders were required to abstain from voting for or against the Resolution. As such, the total number of Shares entitling the holders to attend and vote on the Resolution at the EGM was 1,065,670,675 Shares.

Tricor Abacus Limited was appointed as the scrutineer for the vote-taking at the EGM and performed calculations to obtain the following poll results based on the completed and signed poll voting forms collected by the Company.

The poll results in respect of the Resolution put to vote at the EGM are set out as follows:

Ordinary Resolution (Note 1)	Number of votes (% in approximate) (Note 2)		
	For	Against	Total
To approve the Agreement and the transactions contemplated thereunder, including but not limited to the issue of the Convertible Bonds and the allotment and issue of the Conversion Shares	342,699,980 (99.89%)	392,000 (0.11%)	343,091,980 (100%)

Notes:

- (1) *The description of the Resolution above is by way of summary only. The full text appears in the EGM Notice.*
- (2) *The percentage of voting is based on the total number of shares of the Company held by the Shareholders who attended and voted at the EGM in person or by proxy.*

As more than 50% of the votes were cast in favour of the Resolution by the Shareholders attending the EGM, in person or by proxy, the Resolution was duly passed as an ordinary resolution.

By order of the Board
Value Convergence Holdings Limited
Fu Yiu Man
Chairman and Chief Executive Officer

Hong Kong, 15 October 2018

As at the date of this announcement, the board of Directors comprises seven executive Directors, namely, Mr. Fu Yiu Man (Chairman), Mr. Tin Ka Pak, Timmy (Chief Executive Officer), Mr. Lin Hoi Kwong, Aristo, Mr. Xie Jintai, Ms. Shen Li, Mr. Zhang Min and Mr. Jiang Tian; and four independent non-executive Directors, namely, Mr. Wong Chung Kin, Quentin, Mr. Wong Kam Choi, Kerry, ^{MH}, Mr. Siu Miu Man, Simon and Mr. Chiang Ho Wai.