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**NGAI LIK INDUSTRIAL HOLDINGS LIMITED**  
**( 毅 力 工 業 集 團 有 限 公 司 ) \***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 332)**

**POLL RESULTS OF THE SPECIAL GENERAL MEETING**  
**HELD ON 8 MAY 2014**

Reference is made to the circular (the “**Circular**”) of Ngai Lik Industrial Holdings Limited (the “**Company**”) and the notice of the special general meeting (the “**Notice**”) both dated 15 April 2014. 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 SGM**

The Board announces that all the resolutions set out in the Notice were duly passed by the Shareholders/Independent Shareholders (as the case may be) by way of poll at the SGM held on 8 May 2014. The poll results in respect of the ordinary resolutions (the “**Ordinary Resolution(s)**”) and the special resolution (the “**Special Resolution**”) were as follows:

|   |  | <b>No. of votes and percentage<br/>(approximate percentage<br/>of votes cast)</b> |                |
|---|--|---|----------------|
|   |  | <b>For</b>  | <b>Against</b> |
| 1 | <b>ORDINARY RESOLUTION</b>   |   |                |
|   | To ratify, confirm and approve the UHL SPA as supplemented by the Supplemental Agreement and the transactions contemplated thereunder, including but not limited to the issue and allotment of the Consideration Shares. | 3,016,416<br>(100%)   | 0<br>(0%)      |

|   |   | No. of votes and percentage<br>(approximate percentage<br>of votes cast) |           |
|---|---|--|-----------|
|   |   | For  | Against   |
| 2 | <b>SPECIAL RESOLUTION</b><br>To change the English name of the Company from “Ngai Lik Industrial Holdings Limited” to “Yuan Heng Gas Holdings Limited” and “元亨燃氣控股有限公司” be adopted as the secondary name of the Company, and the name “毅力工業集團有限公司”, which has been used for identification purposes only, be ceased in use with effect from the date of entry of the new English name and the Chinese secondary name on the registry maintained by the Registrar of Companies in Bermuda and to amend the Bye-laws in the manner as set out in resolution numbered 2(ii) contained in the Notice. | 3,016,416<br>(100%)  | 0<br>(0%) |
| 3 | <b>ORDINARY RESOLUTION</b><br>To consider and approve the appointment of Mr. Bao Jun as an executive director of the Company (the “ <b>Director</b> ”) with effect from the completion of the transactions contemplated under the UHL SPA as supplemented by the Supplemental Agreement and to authorise the board of Directors to fix his remuneration.  | 3,016,416<br>(100%)  | 0<br>(0%) |

As at the date of the SGM, there were a total of 1,019,592,858 Shares in issue. Pursuant to Rules 2.15, 14.49 and 14.63(2)(d) of the Listing Rules, any Shareholder with a material interest in the Acquisition and his associates will abstain from voting on the resolution(s) to approve the Acquisition at the SGM. Therefore, any Vendor’s Shareholder which is a Shareholder or an associate of a Shareholder is required to abstain from voting on such resolution(s). Mr. Wang, through Frontier Global Group Limited, controls an aggregate of 636,504,351 Shares (representing approximately 62.43% of the total issued share capital of the Company) and was required to abstain, and has abstained, from voting on the Ordinary Resolutions to approve the Acquisition and the Appointment of Executive Director at the SGM. As such, a total of 383,088,507 Shares were held by the Independent Shareholders who were entitled to attend and vote for or against the Ordinary Resolutions regarding the Acquisition and the Appointment of Executive Director at the SGM.

No Shareholder was required under the Listing Rules to abstain from voting on the Special Resolution regarding the Change of Name. As such, a total of 1,019,592,858 Shares were held by the Shareholders who were entitled to attend and vote for or against the Special Resolution regarding the Change of Name at the SGM.

No parties had stated their intention in the Circular to vote against the proposed resolutions and there was no share entitling the shareholders to attend and abstain from voting in favour of any resolutions proposed at the SGM.

As more than 50% of the votes were cast in favour of each of the Ordinary Resolutions, all the Ordinary Resolutions were duly passed at the SGM.

As more than 75% of the votes were cast in favour of the Special Resolution, the Special Resolution was duly passed at the SGM.

Tricor Tengis Limited, the share registrar of the Company, acted as scrutineer for the poll at the SGM.

By Order of the Board  
**Ngai Lik Industrial Holdings Limited**  
**Wan Oi Ming Kevin**  
*Company Secretary*

Hong Kong, 8 May 2014

*As at the date of this announcement, the executive Directors are Mr. Wang Jianqing and Mr. Pan Junfeng; and the Independent non-executive Directors are Dr. Leung Hoi Ming, Mr. Wong Chi Keung and Mr. Tom Xie.*

*\* for identification purpose only*