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VICTORY CITY INTERNATIONAL HOLDINGS LIMITED

冠華國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 539)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular (“**Circular**”) of Victory City International Holdings Limited (“**Company**”) dated 30 July 2015. Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Annual General Meeting held on 28 August 2015, voting on each of the proposed ordinary resolutions (“**Resolutions**”) as set out in the notice of the Annual General Meeting contained in the Circular was conducted by poll. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, acted as scrutineer for the vote-taking at the Annual General Meeting.

The Board is pleased to announce that all of the Resolutions were duly passed at the Annual General Meeting. The poll results in respect of each of the Resolutions are as follows:

Resolutions		For Number of Shares (Approximate %)	Against Number of Shares (Approximate %)
1.	To receive and approve the audited consolidated financial statements and the reports of the Directors and the Company's auditors for the year ended 31 March 2015	1,533,030,877 (100%)	0 (0%)
2.	To declare and approve a final dividend and a special dividend for the year ended 31 March 2015 by way of a scrip dividend scheme with an option to elect, on a separate basis, to receive an allotment and issue of Shares credited as fully paid in lieu of cash payment in respect of the final dividend and/or the special dividend	1,533,736,877 (100%)	0 (0%)
3(a).	To re-elect Mr. Li Ming Hung as Director	1,430,546,929 (93.27%)	103,189,948 (6.73%)
3(b).	To re-elect Mr. Kan Ka Hon as Director	1,507,787,065 (98.31%)	25,949,812 (1.69%)
3(c).	To re-elect Mr. Phaisalakani Vichai as Director	1,533,736,877 (100%)	0 (0%)
3(d).	To authorise the Board to fix the remuneration of the Directors	1,460,041,485 (100%)	0 (0%)
4.	To re-appoint the Company's auditors and to authorise the Board to fix their remuneration	1,533,030,877 (99.95%)	706,000 (0.05%)
5.	To grant the Issue Mandate	1,394,398,601 (90.92%)	139,338,276 (9.08%)
6.	To grant the Repurchase Mandate	1,501,236,877 (97.88%)	32,500,000 (2.12%)
7.	To grant the Extension Mandate	1,394,398,601 (90.92%)	139,338,276 (9.08%)

Note: The percentage of votes are based on the total number of Shares held by the Shareholders who voted at the Annual General Meeting in person or by corporate representative or proxy.

As at the date of the Annual General Meeting:

- (i) the total number of issued Shares was 1,864,609,899 Shares, which was also the total number of Shares entitling the holders to attend and vote for or against the Resolutions at the Annual General Meeting;
- (ii) there were no Shares entitling the holders to attend and abstain from voting in favour of any of the Resolutions at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules;
- (iii) no Shareholders were required under the Listing Rules to abstain from voting; and
- (iv) as more than 50% of the votes were cast in favour of each of the Resolutions, each of the Resolutions was duly passed as an ordinary resolution.

By order of the Board
Victory City International Holdings Limited
Li Ming Hung
Chairman

Hong Kong, 28 August 2015

As at the date of this announcement, the executive Directors are Mr. Li Ming Hung (Chairman), Mr. Chen Tien Tui (Chief Executive Officer), Mr. Lee Yuen Chiu Andy and Mr. Choi Lin Hung and the independent non-executive Directors are Mr. Kan Ka Hon, Mr. Phaisalakani Vichai and Mr. Kwok Sze Chi.

* *For identification purpose only*