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FORNTON GROUP LIMITED

豐臨集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1152)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 5 MARCH 2014

The Board is pleased to announce that all the resolutions set out in the SGM Notice were duly passed by way of poll by the Shareholders at the SGM held on 5 March 2014.

References are made to the circular of Fornton Group Limited (the “**Company**”) dated 17 February 2014 (the “**Circular**”) and the notice of the special general meeting (the “**SGM**”) of the Company dated 17 February 2014 (the “**SGM Notice**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the resolutions (the “**Resolutions**”) set out in the SGM Notice were duly passed by way of poll by the Shareholders at the SGM held on 5 March 2014. The Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, was appointed and acted as the scrutineer for the poll voting at the SGM.

The poll results in respect of the Resolutions proposed at the SGM are as follows:

ORDINARY RESOLUTIONS		Number of Shares voted (approximate percentage of total number of Shares voted)		Total number of votes cast
		For	Against	
1.	To approve the subdivision of each of the issued and unissued shares of HK\$0.01 in the share capital of the Company into two shares of HK\$0.005 each, and to approve, confirm and ratify the Placing Agreement and the transactions contemplated thereunder including the issue and allotment of the Placing Shares and the Conversion Shares falling to be issued upon conversion of the Convertible Bonds, and to authorise the Directors to do all things necessary for implementation thereof (as more particularly described in resolution no.(1) in the SGM Notice)	342,840,000 (100%)	0 (0%)	342,840,000

ORDINARY RESOLUTIONS		Number of Shares voted (approximate percentage of total number of Shares voted)		Total number of votes cast
		For	Against	
2.	To approve, confirm and ratify the Transfer Agreement and the transactions contemplated thereunder and to authorise the Directors to do all things necessary for implementation thereof (as more particularly described in resolution no.(2) in the SGM Notice)	342,840,000 (100%)	0 (0%)	342,840,000

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

As at the date of the SGM, the total number of issued Shares was 416,000,000 Shares. As stated in the Circular, no Shareholder had a material interest in the transactions contemplated under the Share Subdivision, the Placing Agreement and the Transfer Agreement and thus, no Shareholder was required to abstain from voting on the Resolutions at the SGM. Accordingly, the total number of Shares held by the Shareholders who were entitled to attend and vote for or against the Resolutions was 416,000,000 Shares.

No Shareholder was entitled to attend and vote only against any of the Resolutions at the SGM and no Shareholder had stated his intention in the Circular to vote against any of the Resolutions.

By order of the Board
Fornton Group Limited
Yam Tak Cheung
Chairman

Hong Kong, 5 March 2014

As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Yam Tak Cheung (Chairman), Ms. Wong Kan Kan Kandy, Mr. Wong Tat Wai Derek, Mr. Zheng Qiang and Mr. Han Hanting, one non-executive Director, namely, Mr. Chan Yee, Herman and three independent non-executive Directors, namely, Mr. Wang Wei Hung Andrew, Mr. Cheng Dickson and Mr. Sin Ka Man.