

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**VPower Group International Holdings Limited**  
**偉能集團國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 1608)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**  
**HELD ON MONDAY, 29 MAY 2017**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

At the annual general meeting of VPower Group International Holdings Limited (the “**Company**”) held on Monday, 29 May 2017 (the “**AGM**”), a poll was directed by the chairman for voting on each of the proposed resolutions as set out in the notice of the AGM dated 25 April 2017 (the “**Notice of AGM**”). The branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer at the AGM for the purpose of vote-taking.

The board of directors of the Company (the “**Board**”) is pleased to announce that all resolutions proposed at the AGM were duly approved by the Company’s shareholders which were voted on by poll and the poll results in respect of the resolutions are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2016.	1,870,766,638 (100%)	0 (0%)
2.	To declare the final dividend of HK2.57 cents per share for the year ended 31 December 2016.	1,870,766,638 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
3. (i)	To re-elect Mr. LAM Yee Chun as an Executive Director of the Company.	1,870,766,638 (100%)	0 (0%)
3. (ii)	To re-elect Mr. LEE Chong Man Jason as an Executive Director of the Company.	1,870,766,638 (100%)	0 (0%)
3. (iii)	To re-elect Mr. AU-YEUNG Tai Hong Rorce as an Executive Director of the Company.	1,870,766,638 (100%)	0 (0%)
3. (iv)	To re-elect Mr. KWOK Man Leung as a Non-Executive Director of the Company.	1,870,766,638 (100%)	0 (0%)
3. (v)	To authorise the Board of Directors to fix the directors' remuneration for the year ending 31 December 2017.	1,870,766,638 (100%)	0 (0%)
4.	To re-appoint Ernst & Young, as the independent auditor of the Company and to authorize the Board to fix their remuneration.	1,870,766,638 (100%)	0 (0%)
5(A).	To grant a general mandate to the Directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of the total number of issued shares of the Company. #	1,870,562,236 (99.989%)	204,402 (0.011%)
5(B).	To grant a general mandate to the Directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company. #	1,870,766,638 (100%)	0 (0%)
5(C).	To extend the general mandate granted to the Directors of the Company to allot, issue and deal with new shares of the Company by the aggregate number of shares repurchased by the Company. #	1,870,562,236 (99.989%)	204,402 (0.011%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.			

# Please refer to the Notice of AGM for the full text of each of the relevant resolutions.

As at the date of the AGM, the total number of issued shares of the Company was 2,560,000,000 shares which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. There was no share of the Company entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”). There was no shareholder of the Company that was required to abstain from voting at the AGM under the Listing Rules. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions in the AGM.

By Order of the Board  
**VPower Group International Holdings Limited**  
**Lam Yee Chun**  
*Executive Chairman*

Hong Kong, 29 May 2017

*As at the date hereof, the Board comprises Mr. Lam Yee Chun, Mr. Lee Chong Man Jason, Mr. Au-Yeung Tai Hong Rorce and Mr. Lo Siu Yuen as executive directors; Ms. Chan Mei Wan and Mr. Kwok Man Leung as non-executive directors; and Mr. David Tsoi, Mr. Yeung Wai Fai Andrew and Mr. Suen Wai Yu as independent non-executive directors.*