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## **SAM WOO CONSTRUCTION GROUP LIMITED**

### **三和建築集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock code : 3822)

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 7 SEPTEMBER 2015**

Sam Woo Construction Group Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 7 September 2015 (the “**AGM**”), all the proposed ordinary resolutions as set out in the notice of the AGM dated 6 August 2015 were duly passed by the shareholders of the Company by way of poll. The poll results in respect of the resolutions were as follows:

Resolutions		Number of votes (%)	
		For	Against
1	To consider and receive the audited consolidated financial statements and the report of the directors of the Company and the independent auditor’s report for the year ended 31 March 2015.	300,200,100 (100.00%)	0 (0.00%)
2	To declare a final dividend.	300,200,100 (100.00%)	0 (0.00%)
3(a)	To re-elect Professor Wong Sue Cheun, Roderick as independent non-executive director;	300,200,100 (100.00%)	0 (0.00%)
3(b)	To re-elect Mr. Chu Tak Sum as independent non-executive director;	300,200,100 (100.00%)	0 (0.00%)

Resolutions		Number of votes (%)	
		For	Against
3(c)	To re-elect Mr. Ip Tin Chee, Arnold as independent non-executive director; and	300,200,100 (100.00%)	0 (0.00%)
3(d)	To authorise the board of directors to fix their remuneration.	300,200,100 (100.00%)	0 (0.00%)
4	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the board of directors to fix their remuneration.	300,200,100 (100.00%)	0 (0.00%)
5	To give a general mandate to the directors to allot, issue and deal with additional shares in the capital of the Company not exceeding 20% of the existing issued share capital.	300,110,100 (99.97%)	90,000 (0.03%)
6	To give a general mandate to the directors to repurchase the Company's shares not exceeding 10% of the total nominal amount of the existing issued share capital.	300,200,100 (100.00%)	0 (0.00%)
7	To extend the general mandate granted to the directors to allot and issue additional shares of the Company by the number of shares repurchased.	300,110,100 (99.97%)	90,000 (0.03%)

Notes:

- (1) As at the date of the AGM, the total number of issued shares of the Company was 420,000,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions at the AGM.
- (2) There were no shares entitling the Shareholders to attend and abstain from voting in favour pursuant to rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").
- (3) No Shareholders were required under the Listing Rules to abstain from voting on the ordinary resolutions at the AGM.
- (4) No parties have indicated in the circular setting out the notice of AGM that they intend to vote against or abstain from voting on the ordinary resolutions at the AGM.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**Sam Woo Construction Group Limited**  
Chan Sun Kwong  
*Company secretary*

Hong Kong, 7 September 2015

*As at the date of this announcement, the executive directors of the Company are Mr. Lau Chun Ming, Mr. Lau Chun Kwok, Mr. Lau Chun Ka and Ms. Leung Lai So; the independent non-executive directors of the Company are Professor Wong Sue Cheun, Roderick, Mr. Chu Tak Sum and Mr. Ip Tin Chee, Arnold.*