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## **THELLOY DEVELOPMENT GROUP LIMITED**

**德萊建業集團有限公司**

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

**(Stock Code: 8122)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JULY 2016**

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2016 AGM.

The board of directors (the "**Directors**" and the "**Board**", respectively) of Thelloy Development Group Limited (the "**Company**") is pleased to announce that all the proposed ordinary resolutions as set out in the notice of the annual general meeting of the Company (the "**AGM**") dated 24 June 2016 (the "**AGM Notice**" and the "**Proposed Resolutions**", respectively) were duly passed by the holders of the Company's ordinary shares (the "**Shares**" and the "**Shareholders**", respectively) by way of poll at the AGM held on Tuesday, 26 July 2016 (the "**2016 AGM**").

As at the date of the 2016 AGM, there were 800,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2016 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2016 AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the "**GEM**" and the "**GEM Listing Rules**", respectively).

None of the Shareholders were required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the 2016 AGM. None of the Shareholders have stated in the Company's circular dated 24 June 2016 (the "**Circular**") their intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2016 AGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar of the Company was appointed and acted as the scrutineer for the vote-taking at the 2016 AGM.

The poll results in respect of all the Proposed Resolutions put to vote at the 2016 AGM are set out as follows:

| Ordinary Resolutions |   | Number of Votes<br>(Approximate %) <i>Note</i> |           |
|----------------------|---|--|-----------|
|                      |   | For  | Against   |
| 1.                   | To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 March 2016.               | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 2.                   | To re-elect Mr. Lam Kin Wing Eddie as an executive director of the Company (the “ED”).  | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 3.                   | To re-elect Mr. Shut Yu Hang as an ED.  | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 4.                   | To re-elect Mr. Chung Koon Man as an ED.  | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 5.                   | To re-elect Mr. Tse Ting Kwan as an independent non-executive director of the Company (the “INED”).   | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 6.                   | To re-elect Mr. Wong Kwong On as an INED.   | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 7.                   | To re-elect Mr. Tang Chi Wang as an INED.   | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 8.                   | To authorize the Board to fix the Company directors’ remuneration.  | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 9.                   | To authorize the board of directors of the Company (the “Board”) to appoint additional directors as and when the Board considers necessary and appropriate.                                     | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 10.                  | To re-appoint Deloitte Touche Tohmatsu as independent auditor of the Company and to authorize the Board to fix their remuneration.  | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 11.                  | To give a general mandate to the Board to purchase the Company’s shares (the “Shares”) not exceeding 10% of the aggregate number of issued Shares as at the date of passing of this resolution. | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 12.                  | To give a general mandate to the Board to allot, issue and deal with Shares not exceeding 20% of the aggregate number of issued Shares as at the date of passing of this resolution.            | 600,000,730<br>(100%)                          | 0<br>(0%) |
| 13.                  | To extend the general mandate granted to the Board to allot, issue and deal with additional Shares by adding the aggregate number of Shares repurchased by the Company.                         | 600,000,730<br>(100%)                          | 0<br>(0%) |

\* For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

*Note:* The number of votes and approximate percentage of voting Shares as stated above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the 2016 AGM in person, by authorised representative or by proxy.

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

By Order of the Board  
**Thelloy Development Group Limited**  
**Lam Kin Wing Eddie**  
*Chairman and Executive Director*

Hong Kong, 26 July 2016

*As at the date of this announcement, the Board comprises three executive Directors namely Mr. Lam Kin Wing Eddie, Mr. Shut Yu Hang and Mr. Chung Koon Man, and three independent non-executive Directors namely Mr. Tang Chi Wang, Mr. Tse Ting Kwan and Mr. Wong Kwong On.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcement” page of the website of the GEM at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at [www.thelloy.com](http://www.thelloy.com).*