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CL GROUP (HOLDINGS) LIMITED
(昌 利 (控 股) 有 限 公 司)

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8098)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

<p>The Board is pleased to announce that all the proposed resolutions as set out in the notice and the supplementary notice of AGM dated 30 June 2014 and 9 July 2014 respectively were duly passed by the Shareholders at the AGM held on 31 July 2014.</p>
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Reference is made to the circular incorporating notice and supplementary notice of annual general meeting dated 30 June 2014 and 9 July 2014 respectively (collectively the “Notices of AGM”) of CL Group (Holdings) Limited. Unless otherwise defined herein, terms used herein shall have the same meaning as defined in the Notices of AGM.

The Board is pleased to announce that all the proposed resolutions as set out in the Notices of AGM were duly passed by the Shareholders by way of poll at the AGM held on 31 July 2014.

The scrutineer of the AGM was Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company.

As at the date of the AGM, the total number of issued shares was 1,100,000,000 shares which represented the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. The total number of shares entitling the holders to attend and vote only against all the resolutions was Nil. No Shareholder is required to abstain from voting on any of the resolutions at the AGM. No person has indicated that it/he/she intends to vote against or to abstain from voting on any of the resolutions at the AGM.

Details of the poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		NUMBER OF SHARES %		Total number of votes
		For	Against	
1.	To receive and consider the audited financial statements and the reports of the directors (“Directors”) and auditors of the Company and its subsidiary for the year ended 31 March 2014.	750,060,000 100%	0 0%	750,060,000
2.	To declare a final dividend.	750,060,000 100%	0 0%	750,060,000
3.	(A) (i) To re-elect Mr. Alexis Ventouras as non-executive director;	750,060,000 100%	0 0%	750,060,000
	(ii) To re-elect Mr. CHIU Wai Keung as independent non-executive director;	750,060,000 100%	0 0%	750,060,000
	(iii) To re-elect Mr. AU-YEUNG Tai Hong Rorce as independent non-executive director;	750,060,000 100%	0 0%	750,060,000
	(iv) To re-elect Mr. POON Wing Chuen as independent non-executive director	750,060,000 100%	0 0%	750,060,000
	(B) To authorise the board of directors to fix the directors remuneration.	750,060,000 100%	0 0%	750,060,000
4.	To re-appoint HLM CPA Limited as auditors of the Company and authorise the board of directors to fix their remuneration.	750,060,000 100%	0 0%	750,060,000
5.	To grant a general mandate to the Directors to issue new shares.	750,060,000 100%	0 0%	750,060,000
6.	To grant a general mandate to the Directors to repurchase shares of the Company.	750,060,000 100%	0 0%	750,060,000
7.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under resolution no. 5.	750,060,000 100%	0 0%	750,060,000
8.	To approve the refreshment of the Scheme Mandate Limit under the Share Option Scheme.	750,060,000 100%	0 0%	750,060,000

Please refer to the Notices of AGM for the full version of the above resolutions.

By order of the Board
CL Group (Holdings) Limited
Kwok Kin Chung
Executive Director

Hong Kong, 31 July 2014

The Board as at the date of this announcement are:

Non-Executive Director:

Mr. Alex Ventouras (*Chairman*)

Executive Directors:

Mr. Kwok Kin Chung (*Chief Executive Officer*)

Mr. Lau Kin Hon

Ms. Yu Linda

Independent non-executive Directors:

Mr. Au-Yeung Tai Hong Rorce

Mr. Poon Wing Chuen

Mr. Chiu Wai Keung

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange of Hong Kong Limited 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 Announcements” page of the Stock Exchange website at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.cheongleesec.com.hk.