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**NGAI LIK INDUSTRIAL  
HOLDINGS LIMITED**

**(毅力工業集團有限公司\*)**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 332)**

**SUCCESS PIONEER LIMITED**

*(Incorporated in the British Virgin Islands with  
limited liability)*

**POLL RESULTS OF THE SPECIAL GENERAL MEETING**

Reference is made to the circular dated 30 September 2009 (the “Circular”) issued by the Company with regards to, among other things, the Restructuring Proposal involving the Capital Reorganisation, the Group Reorganisation, the Scheme, the Subscription and the Whitewash Waiver; and the notice of the SGM dated 30 September 2009 (the “Notice”). Unless otherwise stated, terms defined in the Circular have the same meanings when used in this announcement.

The Board announces that at the SGM held on 27 October 2009, the following resolutions as set out in the Notice which comprise (i) the special resolution to approve the Capital Reorganisation (the “Special Resolution No.1”), (ii) the ordinary resolution to approve the Group Reorganisation (the “Ordinary Resolution No.2”), (iii) the ordinary resolution to approve the Subscription Agreement (the “Ordinary Resolution No.3”), and (iv) the ordinary resolution to approve the Profit Sharing Arrangement (the “Ordinary Resolution No.5”) were duly passed by the Shareholders whilst the ordinary resolution to approve the Whitewash Waiver (the “Ordinary Resolution No.4”) was not passed by Independent Shareholders at the SGM by way of poll. The Company’s Hong Kong branch share registrar and transfer office, Tricor Tengis Limited, acted as the scrutineer at the SGM for the purpose of vote-taking.

The poll results at the SGM were as follows:

<b>Resolutions (Note)</b>	<b>No. of votes – Shares (%)</b>	
	<b>FOR</b>	<b>AGAINST</b>
Special Resolution No.1	281,155,176 (91.83%)	25,000,000 (8.17%)
Ordinary Resolution No. 2	281,155,176 (91.83%)	25,000,000 (8.17%)
Ordinary Resolution No. 3	281,155,176 (91.83%)	25,000,000 (8.17%)
Ordinary Resolution No. 4	1,706,000 (6.24%)	25,620,000 (93.76%)
Ordinary Resolution No. 5	281,155,176 (91.83%)	25,000,000 (8.17%)

*Note:* The full text of the resolutions is set out in the Notice.

\* For identification purpose only

As at the date of the SGM, the Company had 793,016,684 Shares in issue, which was the total number of Shares entitling the holders to attend and vote for or against the Special Resolution No.1 and the Ordinary Resolution Nos. 2, 3 and 5 at the SGM. While only the Independent Shareholders were entitled to vote on the Ordinary Resolution No. 4 (i.e. to approve the Whitewash Waiver), all Shareholdings, 793,016,684 Shares, were entitled to vote for or against on the Special Resolution No. 1 and the Ordinary Resolution Nos. 2, 3 and 5 at the SGM. Since Dr. Lam Man Chan was involved in the discussion and negotiation of the Subscription Agreement, he was not regarded as an Independent Shareholder for the purpose of the Whitewash Waiver. Accordingly, Dr. Lam Man Chan and parties acting in concert with him who were interested in 278,829,176 Shares (representing approximately 35.16% of the issued share capital of the Company) had abstained from voting in respect of the Ordinary Resolution No. 4, and 514,187,508 Shares held by the Independent Shareholders (representing approximately 64.84% of the issued share capital of the Company) were entitled to attend and vote for or against the Ordinary Resolution No. 4 to approve the Whitewash Waiver at the SGM. There were no Shares entitling the holders to attend and vote only against the resolutions at the SGM.

The Subscriber is considering the options whether and how to proceed with the Subscription which may or may not lead to a general offer under the Takeovers Code. Should a general offer be crystallised, further announcement pursuant to the Takeovers Code will be made as and when appropriate.

As at the date of this announcement, completion of the Subscription is still subject to certain conditions precedent being fulfilled (or, if applicable, waived). Further announcement(s) will be made to inform Shareholders and potential investors of any further developments as and when appropriate. **Shareholders and potential investors should be aware that completion of the Subscription is subject to certain conditions precedent being fulfilled (or, if applicable, waived) and may or may not be completed and hence Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**Ngai Lik Industrial Holdings Limited**  
**Lam Man Chan**  
*Chairman*

By Order of the Board  
**Success Pioneer Limited**  
**Lau Ching Kei**  
*Director*

Hong Kong, 27 October 2009

*As at the date of this announcement, the executive directors of the Company are Dr. Lam Man Chan, Ms. Ting Lai Ling, Ms. Ting Lai Wah, Mr. Yeung Cheuk Kwong and Mr. Lam Shing Ngai, and the independent non-executive directors of the Company are Mr. Ng Chi Yeung, Simon and Mr. Tam Yuk Sang, Sammy and Mr. Ho Lok Cheong.*

*As at the date of this announcement, there are three directors of Success Pioneer namely Mr. Yeung Kwai Tong, Mr. Lau Ching Kei and Mr. Tam Norman Hok Cheong.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to the Concert Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, their opinions expressed in this announcement (other than information relating to the Concert Group) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any such statements in this announcement misleading.*

*The directors of Success Pioneer jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, their opinions expressed in this announcement (other than opinions expressed by the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any such statements in this announcement misleading.*