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## **SOUNDWILL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 878)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 21 MAY 2014**

At the Annual General Meeting of Soundwill Holdings Limited (the “Company”) held on 21 May 2014 (the “AGM”), a poll was demanded by the chairman of the meeting for voting on all proposed resolutions as set out in the notice of annual general meeting dated 11 April 2014 (the “Resolutions”).

The board of directors of the Company is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company by way of a poll at the AGM. The poll results in respect of the Resolutions are as follows:

		<b>Number of Votes (%)</b>	
<b>Ordinary Resolutions</b>		<b>For</b>	<b>Against</b>
1	To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2013.	204,977,576 (100%)	0 (0%)
2	To declare a final dividend for the year ended 31 December 2013.	205,033,576 (100%)	0 (0%)
3	A To re-elect Mr. Kong Siu Man Kenny as director.	204,901,576 (99.94%)	132,000 (0.06%)
	B To re-elect Mr. Pao Ping Wing as director.	199,659,300 (97.38%)	5,374,276 (2.62%)
	C To authorise the board of directors to fix the directors’ remuneration.	205,005,576 (100%)	0 (0%)
4	To re-appoint Messrs. BDO Limited as auditors of the Company and authorise the board of directors to fix their remuneration.	205,033,576 (100%)	0 (0%)

5*	A	To grant a general mandate to the directors to repurchase shares in the Company, not exceeding 10% of the issued share capital of the Company at the date of this resolution.	205,041,576 (100%)	0 (0%)
	B	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company, not exceeding 20% of the issued share capital of the Company at the date of this resolution.	194,340,413 (94.78%)	10,693,163 (5.22%)
	C	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the number of shares repurchased by the Company.	194,416,413 (94.82%)	10,617,163 (5.18%)

\* The full text of Resolution 5 is set out in the notice of AGM

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

As at the AGM date, the total number of issued shares in the Company was 280,824,135, which was the total number of shares entitling the holders to attend and vote on all the Resolutions.

There were no shares of the Company entitling the holders to attend and abstain from voting in favour of the Resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

No shareholders of the Company were required under the Listing Rules to abstain from voting at the AGM and no parties have indicated in the circular dated 11 April 2014 that they intend to vote against or to abstain from voting on any Resolutions.

The Company's share registrar in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**Soundwill Holdings Limited**  
**Foo Kam Chu, Grace**  
*Chairman*

Hong Kong, 21 May 2014

*As at the date of this announcement, the Board of Directors of the Company comprises (i) Executive Directors: Foo Kam Chu, Grace, Chan Wai Ling and Kong Siu Man, Kenny; and (ii) Independent Non-Executive Directors: Chan Kai Nang, Pao Ping Wing and Ng Chi Keung.*