

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.*



## **World Wide Touch Technology (Holdings) Limited**

**世達科技(控股)有限公司**

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

**(Stock Code: 1282)**

### **(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

**HELD ON 15 JULY 2015**

**AND**

### **(2) GRANT OF THE WHITEWASH WAIVER**

#### **(1) POLL RESULTS OF THE EGM**

The Board announces that at the EGM held on 15 July 2015, all the resolutions as set out in the Notice were duly passed by the Independent Shareholders and/or the Shareholders (as the case may be) by way of poll at the EGM in accordance with the requirements of the Listing Rules and the Takeovers Code.

#### **(2) GRANT OF THE WHITEWASH WAIVER**

The Executive has granted the Whitewash Waiver, subject to (i) the Share Subscription being approved by the Independent Shareholders at the EGM by way of poll; and (ii) unless the Executive gives prior consent, no acquisition or disposal of voting rights of the Company being made by the Concert Group between the date of the Announcement and Completion. The Share Subscription, the Specific Mandate and the Whitewash Waiver have been approved by the Independent Shareholders at the EGM by way of poll. Further announcement will be made by the Company upon completion of the Share Subscription.

Reference is made to the circular (the “**Circular**”) and the notice of EGM (the “**Notice**”) of World Wide Touch Technology (Holdings) Limited (the “**Company**”) both dated 29 June 2015. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

## (1) POLL RESULTS OF THE EGM

The Board announces that at the EGM held on 15 July 2015, all the resolutions as set out in the Notice were duly passed by the Independent Shareholders and/or the Shareholders (as the case may be) by way of poll at the EGM in accordance with the requirements of the Listing Rules and the Takeovers Code.

The poll results for the resolutions proposed at the EGM were as follows:

Resolutions proposed at the EGM		For	Against	Total number of votes
		Votes (%)	Votes (%)	
1	To approve, confirm and ratify the Subscription Agreement dated 29 June 2015 and all the transactions contemplated thereunder, to approve the grant of the Specific Mandate to the directors of the Company to exercise the powers of the Company to allot and issue the Subscription Shares, and to authorise any one or more directors of the Company to allot and issue the Subscription Shares and to do all such acts and things as they consider necessary for giving effect to the Subscription Agreement and the transactions contemplated thereunder.	8,333,027 (53.10%)	7,360,000 (46.90%)	15,693,027
2	To approve the Whitewash Waiver and to authorise any one or more directors of the Company to do all such further acts and things and to sign and execute all such documents and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effects to any matters relating to or incidental to the Whitewash Waiver.	8,333,027 (53.10%)	7,360,000 (46.90%)	15,693,027

Resolutions proposed at the EGM		For	Against	Total number of votes
		Votes (%)	Votes (%)	
3	To approve the Increase in Authorised Share Capital and to authorise any one or more directors of the Company to do all such further acts and things and to sign and execute all such documents and to take all such steps which in his/her opinion may be necessary, appropriate, desirable or expedient to implement and/or give effect to the transactions contemplated under this resolution.	8,329,027 (53.07%)	7,364,000 (46.93%)	15,693,027

As more than 50% of the votes were cast in favour of each of the above resolutions, the above resolutions were passed as ordinary resolutions of the Company.

The Company's share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote taking.

As at the date of the EGM, the Company had 2,927,084,000 Shares in issue. As stated in the Circular, the voting in relation to the Share Subscription, the Specific Mandate, the Whitewash Waiver and the Increase in Authorised Share Capital at the EGM were conducted by way of a poll. Save for Mr. Wong, Ms. Ching and their respective associates (who together held 2,036,826,888 Shares, representing approximately 69.59% of the issued share capital of the Company as at the date of the EGM, out of which each of Mr. Wong and Ms. Ching had direct personal interest in 2.75% and 0.98% of the issued voting Shares of the Company, respectively, and Soar Plan Holdings Limited, a corporation indirectly controlled by Mr. Wong and Ms. Ching through Anglo Solution Limited, was directly interested in 65.86% of the issued voting Shares of the Company as at the date of the EGM), no other Shareholder was required to abstain from voting at the relevant ordinary resolutions proposed at the EGM to approve the Share Subscription, the Specific Mandate and the Whitewash Waiver. None of the Shareholders were required to abstain from voting on the relevant ordinary resolution to approve the Increase in Authorised Share Capital. The Concert Group did not hold any Shares and accordingly it was not entitled to vote on any of the resolutions at the EGM. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions to approve the Share Subscription, the Specific Mandate and the Whitewash Waiver was 890,257,112 Shares; while the total number of Shares entitling the Shareholders who were entitled to attend and vote for or against the ordinary resolution to approve the Increase in Authorised Share Capital was 2,927,084,000 Shares.

Apart from aforesaid, there was no Share entitling any Shareholder to attend and abstain from voting in favour of any resolution at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting at the EGM under the Listing Rules and the Takeovers Code.

### Effects on shareholding structure of the Company

The following table illustrates the shareholding structure of the Company (a) as at the date of this announcement; and (b) immediately after completion of the Share Subscription:

Shareholders of the Company	As at the date of this announcement		Immediately after the completion of the Share Subscription (assuming the share options granted by the Company have not yet been exercised)		Immediately after the completion of the Share Subscription (assuming the share options granted by the Company have been exercised in full)	
	Number of Shares	%	Number of Shares	%	Number of Shares	%
The First Investor	—	—	10,771,835,600	50.01	10,771,835,600	49.99
The Second Investor	—	—	4,219,560,000	19.59	4,219,560,000	19.58
The Fourth Investor <sup>(Note 2)</sup>	—	—	621,211,000	2.88	621,211,000	2.88
Subtotal of Concert Group	—	—	<u>15,612,606,600</u>	<u>72.48</u>	<u>15,612,606,600</u>	<u>72.45</u>
The Third Investor <sup>(Note 2)</sup>	—	—	833,333,300	3.87	833,333,300	3.87
The Fifth Investor <sup>(Note 2)</sup>	—	—	579,796,000	2.69	579,796,000	2.69
The Sixth Investor <sup>(Note 2)</sup>	—	—	538,484,000	2.50	538,484,000	2.50
The Seventh Investor <sup>(Note 2)</sup>	—	—	528,028,500	2.45	528,028,500	2.45
The Eighth Investor <sup>(Note 2)</sup>	—	—	519,745,700	2.41	519,745,700	2.41
Mr. Wong and Ms. Ching <sup>(Note 1 and 2)</sup>	2,036,826,888	69.59	2,036,826,888	9.46	2,041,746,888	9.47
Mr. Tan Hui Kiat <sup>(Note 2 and 4)</sup>	8,036,017	0.27	8,036,017	0.04	8,836,017	0.04
Other public Shareholders <sup>(Note 3)</sup>	<u>882,221,095</u>	<u>30.14</u>	<u>882,221,095</u>	<u>4.10</u>	<u>888,021,095</u>	<u>4.12</u>
	<u>2,927,084,000</u>	<u>100.00</u>	<u>21,539,078,100</u>	<u>100.00</u>	<u>21,550,598,100</u>	<u>100.00</u>

Note:

- As at the date of this announcement, Mr. Wong and Ms. Ching held as to 50% each in the issued share capital of Anglo Solution Limited, which in turn held the entire issued share capital of Soar Plan Holdings Limited. Soar Plan Holdings Limited was the beneficial owner of 1,927,778,827 Shares as at the date of this announcement. Mr. Wong and Ms. Ching also had direct personal interest in 80,348,000 and 28,700,061 Shares in issue, respectively. As Mr. Wong and Ms. Ching are spouse, both Mr. Wong and Ms. Ching were deemed to be interested in an aggregate of 2,036,826,888 Shares, representing approximately 69.59% of the total issued share capital of the Company as at the date of this announcement.
- Given each of Mr. Wong and Ms. Ching will resign as a Director upon completion of the Share Subscription, and each of them and each of the Third Investor, the Fourth Investor, the Fifth Investor, the Sixth Investor, the Seventh Investor and the Eighth Investor will hold less than 10% shareholding in the Company after the completion of the Share Subscription, each of them is considered as a public shareholder for the purpose of the Listing Rules. It was stated in the Announcement and the

Circular that given Mr. Tan Hui Kiat will resign as a Director upon completion of the Share Subscription, and he will hold less than 10% shareholding in the Company after the completion of the Share Subscription, he is considered as a public shareholder. Mr. Tan Hui Kiat will have resigned as a Director upon completion of the Share Subscription but will remain as director of the subsidiaries of the Company upon completion of the Share Subscription. Accordingly, he will still be regarded as a core connected person (as defined in the Listing Rules) of the Company and will not be considered as a public shareholder for the purpose of the Listing Rules.

3. Even though the Fourth investor is a member of the Concert Group, it is also considered a public shareholder for the purpose of the Listing Rules. For illustration purposes above, the shareholding of the Fourth Investor has not been included in the calculation of the shareholdings of other public Shareholders.
4. As at the date of this announcement, Mr. Tan Hui Kiat held 8,036,017 Shares. The number of Shares held by Mr. Tan Hui Kiat as disclosed in the Announcement and the Circular was inadvertently overstated by including the 800,000 outstanding share options of the Company held by him. From the date of the Announcement to the date of this announcement, his shareholding in the Company has not changed and he has not exercised any share option of the Company granted to him.

**The Share Subscription is subject to the satisfaction of the conditions precedent to the Subscription Agreement. Shareholders and investors are reminded to exercise caution when dealing in the Shares, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.**

## **(2) GRANT OF THE WHITEWASH WAIVER**

The Executive has granted the Whitewash Waiver, subject to (i) the Share Subscription being approved by the Independent Shareholders at the EGM by way of poll; and (ii) unless the Executive gives prior consent, no acquisition or disposal of voting rights of the Company being made by the Concert Group between the date of the Announcement and Completion. The Share Subscription, the Specific Mandate and the Whitewash Waiver have been approved by the Independent Shareholders at the EGM by way of poll. Further announcement will be made by the Company upon completion of the Share Subscription.

By order of the Board  
**World Wide Touch Technology (Holdings) Limited**  
**Wong Kwok Fong**  
*Chairman and Chief Executive Officer*

Hong Kong, 15 July 2015

*As at the date of this announcement, the executive directors of the Company are Mr. WONG Kwok Fong, Ms. CHING Pui Yi and Mr. TAN Hui Kiat; and the independent non-executive directors of the Company are Mr. WONG Chun Bong, Professor LEE Kwok On, Matthew and Mr. CHAN Wai.*

*The directors of the Company jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement 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 statement in this announcement misleading.*