

*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.*



**宝德科技集团股份有限公司**

**POWERLEADER SCIENCE & TECHNOLOGY GROUP LIMITED\***

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock code: 8236)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING,  
THE H SHAREHOLDERS CLASS MEETING  
AND  
THE DOMESTIC SHAREHOLDERS CLASS MEETING HELD ON  
11 NOVEMBER 2013**

Reference is made to (1) the circular (the “**Circular**”) of Powerleader Science & Technology Group Limited (the “**Company**”) dated 24 October 2013, (2) the notice to the shareholders of the Company of the extraordinary general meeting of the Company (the “**EGM**”) dated 25 September 2013, (3) the notice of class meeting of holders of H Shares (the “**H Shareholders Class Meeting**”) issued to the H Shareholders of the Company dated 25 September 2013; and (4) the notice of class meeting of holders of Domestic Shares (the “**Domestic Shareholders Class Meeting**”) issued to the holders of Domestic Shares of the Company dated 25 September 2013. Unless the context otherwise required, terms defined in this announcement shall have the same meanings as those defined in the Circular.

## (1) POLL RESULTS OF THE EGM

The EGM was held at 2:00 p.m. on Monday, 11 November 2013 at 4th Floor, Research and Development Building, Powerleader Technology Research and Production Base, Guanlan Hi-Tech Industrial Park, Bao'an District, Shenzhen, the PRC. The Board is pleased to announce that special resolutions as set out in the notice to the EGM were approved by the Shareholders and the poll results in respect of the resolutions were as follows:

	Special Resolution	Number of votes (approximate %)			Total number of shares voted
		For	Against	Abstain	
1.	To consider and approve the consolidation of every ten (10) shares of RMB0.10 each into one (1) consolidated share of RMB1.00 each (the “ <b>Shares Consolidation</b> ”)	1,822,500,000 (100%)	0 (0%)	0 (0%)	1,822,500,000
2.	To consider and approve the amendment to the Articles of Association which reflects the consequential amendments to the existing Articles of Association upon the completion of the proposed Shares Consolidation	1,822,500,000 (100%)	0 (0%)	0 (0%)	1,822,500,000
3.	To authorize the Directors to do such other acts and things, enter into all such transactions and arrangements, execute such other documents and/or deeds and/or take all such steps, which in their opinion may be necessary, desirable or expedient to implement the proposed Shares Consolidation and the transactions contemplated thereunder, with such changes as the Directors may consider necessary, desirable or expedient.	1,822,500,000 (100%)	0 (0%)	0 (0%)	1,822,500,000

As at the date of the EGM, the total number of the issued Shares was 2,430,000,000 Shares, comprising 1,822,500,000 Domestic Shares and 607,500,000 H Shares listed on GEM, which was the total number of issued shares of the Company entitling the holders to attend and vote on the special resolutions at the EGM.

Shareholders holding 1,822,500,000 shares (comprising 1,822,500,000 Domestic Shares and 0 H Share) with voting rights (which represented 75% of the entire issue share capital of the Company) or their proxies were present at the EGM. There was no restriction on the Shareholders casting votes on the proposed special resolutions at the EGM.

Computershare Hong Kong Investor Services Limited (“**Computershare**”), the Company’s registrar in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the EGM.

## (2) POLL RESULTS OF H SHAREHOLDERS CLASS MEETING

The H Shareholders Class Meeting was held at 3:00 p.m. on Monday, 11 November 2013 at 4th Floor, Research and Development Building, Powerleader Technology Research and Production Base, Guanlan Hi-Tech Industrial Park, Bao'an District, Shenzhen, the PRC. The Board is pleased to announce that special resolutions as set out in the notice to the H Shareholders Class Meeting were approved by the H Shareholders and the poll results in respect of the resolutions were as follows:

	Special Resolution	Number of votes (approximate %)			Total number of shares voted
		For	Against	Abstain	
1.	To consider and approve the consolidation of every ten (10) shares of RMB0.10 each into one (1) consolidated share of RMB1.00 each (the "Shares Consolidation")	400,000 (100%)	0 (0%)	0 (0%)	400,000
2.	To consider and approve the amendment to the Articles of Association which reflects the consequential amendments to the existing Articles of Association upon the completion of the proposed Shares Consolidation	400,000 (100%)	0 (0%)	0 (0%)	400,000
3.	To authorize the Directors to do such other acts and things, enter into all such transactions and arrangements, execute such other documents and/or deeds and/or take all such steps, which in their opinion may be necessary, desirable or expedient to implement the proposed Shares Consolidation and the transactions contemplated thereunder, with such changes as the Directors may consider necessary, desirable or expedient.	400,000 (100%)	0 (0%)	0 (0%)	400,000

As at the date of the H Shareholders Class Meeting, the total number of the issued H Shares was 607,500,000 H Shares, entitling the holders of H Shares to attend and vote on the special resolutions at the H Shareholders Class Meeting.

H Shareholders holding 400,000 shares with voting rights (which represented 0.016% of the entire issue share capital of the Company) or their proxies were present at the H Shareholders Class Meeting. There was no restriction on the holders of H Shares casting votes on the proposed special resolutions at the H Shareholders Class Meeting.

Computershare, the Company's registrar in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the H Shareholders Class Meeting.

### (3) POLL RESULTS OF THE DOMESTIC SHAREHOLDERS CLASS MEETING

The Domestic Shareholders Class Meeting was held at 4:00 p.m. on Monday, 11 November 2013 at 4th Floor, Research and Development Building, Powerleader Technology Research and Production Base, Guanlan Hi-Tech Industrial Park, Bao'an District, Shenzhen, the PRC. The Board is pleased to announce that special resolutions as set out in the notice to the Domestic Shareholders Class Meeting were approved by the Domestic Shareholders and the poll results in respect of the resolutions were as follows:

	Special Resolution	Number of votes (approximate %)			Total number of shares voted
		For	Against	Abstain	
1.	To consider and approve the consolidation of every ten (10) shares of RMB0.10 each into one (1) consolidated share of RMB1.00 each (the “Shares Consolidation”)	1,822,500,000 (100%)	0 (0%)	0 (0%)	1,822,500,000
2.	To consider and approve the amendment to the Articles of Association which reflects the consequential amendments to the existing Articles of Association upon the completion of the proposed Shares Consolidation	1,822,500,000 (100%)	0 (0%)	0 (0%)	1,822,500,000
3.	To authorize the Directors to do such other acts and things, enter into all such transactions and arrangements, execute such other documents and/or deeds and/or take all such steps, which in their opinion may be necessary, desirable or expedient to implement the proposed Shares Consolidation and the transactions contemplated thereunder, with such changes as the Directors may consider necessary, desirable or expedient.	1,822,500,000 (100%)	0 (0%)	0 (0%)	1,822,500,000

As at the date of the Domestic Shareholders Class Meeting, the total number of the issued Domestic Shares was 1,822,500,000 Domestic Shares, entitling the holders of Domestic Shares to attend and vote on the special resolutions at the Domestic Shareholders Class Meeting.

Domestic Shareholders holding 1,822,500,000 shares with voting rights (which represented 75% of the entire issue share capital of the Company) or their proxies were present at the Domestic Shareholders Class Meeting. There was no restriction on the holders of Domestic Shares casting votes on the proposed special resolutions at the Domestic Shareholders Class Meeting.

Computershare, the Company’s registrar in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the Domestic Shareholders Class Meeting.

No Shareholder was required to abstain from voting on any of the resolutions at the EGM, the H Shareholders Class Meeting and the Domestic Shareholders Class Meeting, and none of the Shareholders stated an intention in the Circular to vote against or abstain from voting on any of these resolutions.

By order of the Board  
**Powerleader Science & Technology Group Limited\***  
**Xu Yueming**  
*Company Secretary*

Shenzhen, the PRC  
11 November 2013

*As at the date hereof, the Board comprises a total of 9 directors, including Ms. Zhang Yunxia, Mr. Dong Weiping and Mr. Ma Zhumao as executive directors, Mr. Li Ruijie, Mr. Sun Wei and Mr. Li Donglei as non-executive directors and Mr. Jiang Baijun, Dr. Guo Wanda and Mr. Chan Shiu Yuen Sammy as independent non-executive directors.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited or 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 document misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at [www.powerleader.com.cn](http://www.powerleader.com.cn).*

\* *For identification purposes only*