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SUNCITY GROUP HOLDINGS LIMITED

太陽城集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 21 NOVEMBER 2017

The Board is pleased to announce that the Resolution was duly passed by the Independent Shareholders by way of poll at the EGM held on 21 November 2017.

Reference is made to the announcement of Suncity Group Holdings Limited (the “**Company**”) dated 27 July 2017 and the circular of the Company dated 1 November 2017 (the “**Circular**”) both in relation to, among other things, the acquisition of the entire equity interest in, and shareholder’s loan owed by, Star Admiral Limited. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise specified.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolution (the “**Resolution**”) proposed at the EGM was duly passed by the Independent Shareholders by way of poll at the EGM held on 21 November 2017.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as the scrutineer for vote-taking at the EGM. The poll results of the EGM in respect of the Resolution are as follows:

Ordinary resolution <i>(Note)</i>	Number of Shares represented by votes (approximate%)	
	For	Against
To approve, confirm and ratify the Acquisition Agreement and the transactions contemplated thereunder, including but not limited to the issue of the Convertible Bonds and the allotment and issue of the Conversion Shares.	467,047,765 (100%)	0 (0%)

Note: The full text of the Resolution is set out in the Notice of EGM dated 1 November 2017.

As all of the votes were cast in favour of the Resolution, the Resolution was duly passed by the Independent Shareholders by way of poll as ordinary resolution of the Company at the EGM.

As at the date of the EGM, the total number of Shares in issue was 6,020,818,900 and Mr. Chau and his associates were interested in 4,345,489,489 Shares, representing approximately 72.17% of the existing issued share capital of the Company. Mr. Chau and his associates were required to abstain, and had abstained, from voting on the Resolution at the EGM. Accordingly, there were a total of 1,675,329,411 Shares entitling the Independent Shareholders to attend and vote for or against the Resolution.

Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the Resolution. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution pursuant to Rule 13.40 of the Listing Rules.

By order of the Board
Suncity Group Holdings Limited
Chau Cheok Wa
Chairman

Hong Kong, 21 November 2017

As at the date of this announcement, the executive Directors are Mr. Chau Cheok Wa, Mr. Lo Kai Bong, Mr. Au Chung On John and Mr. Manuel Assis Da Silva; and the independent non-executive Directors are Mr. Tou Kin Chuen, Dr. Wu Kam Fun Roderick and Mr. Lo Wai Tung John.