

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.



KIN YAT HOLDINGS LIMITED
建溢集團有限公司

website: <http://www.kinyat.com.hk>

(Incorporated in Bermuda with limited liability)

(Stock Code: 638)

POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 25 AUGUST 2014
AND
CHANGE IN DIRECTORATE

The Board is pleased to announce that all resolutions proposed at the AGM held on 25 August 2014 were duly passed, and that Prof. Chung Chi Ping, Roy *BBS JP* retired from the office of the independent non-executive Director with effect from 25 August 2014 upon the conclusion of the AGM.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of Kin Yat Holdings Limited (the “**Company**”) is pleased to announce that the proposed resolutions as set out in the notice of annual general meeting of the Company dated 25 July 2014 were duly passed by the shareholders of the Company (the “**Shareholder(s)**”) by way of poll at the annual general meeting of the Company held on 25 August 2014 (the “**AGM**”).

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong, was appointed as scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 418,748,000 shares, which represented the total number of shares entitling the holder to attend and vote at the AGM. There were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the AGM and there was no Shareholder who was entitled to attend the AGM but was only entitled to vote against the resolutions.

The Shareholders, authorised proxies or authorised representatives holding in aggregate of 289,502,000 shares, representing approximately 69.14% of the total voting shares of the Company, were present at the AGM. The voting results of the poll taken at the AGM in respect of the ordinary resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes (approx. %)	
		For	Against
1.	To receive and approve the audited financial statements and the reports of the directors of the Company (“ Director(s) ”) and of the auditors of the Company for the year ended 31 March 2014.	289,502,000 (100.000%)	0 (0.000%)
2.	To declare a final dividend for the year ended 31 March 2014.	289,502,000 (100.000%)	0 (0.000%)
3.	(a) To re-elect Mr. Liu Tat Luen as an executive Director;	289,502,000 (100.000%)	0 (0.000%)
	(b) to re-elect Mr. Cheng Tsz To as an executive Director;	289,502,000 (100.000%)	0 (0.000%)
	(c) to re-elect Mr. Cheng Kwok Kin, Paul as an independent non-executive Director;	289,502,000 (100.000%)	0 (0.000%)
	(d) to re-elect Mr. Cheung Wang Ip as an independent non-executive Director;	289,502,000 (100.000%)	0 (0.000%)
	(e) to authorise the Board to fix the remuneration of the Directors.	289,502,000 (100.000%)	0 (0.000%)
4.	To re-appoint Messrs. Ernst & Young as auditors of the Company and to authorise the Board to fix their remuneration.	289,502,000 (100.000%)	0 (0.000%)

ORDINARY RESOLUTIONS		Number of votes (approx. %)	
		For	Against
6.	To grant the Directors a general mandate to allot, issue or deal with additional shares of the Company (“ Issuance Mandate ”). <i>(Note)</i>	289,502,000 (100.000%)	0 (0.000%)
5.	To grant the Directors a general mandate to repurchase shares of the Company (“ Repurchase Mandate ”). <i>(Note)</i>	289,502,000 (100.000%)	0 (0.000%)
7.	Conditional upon the passing of the Resolutions 5 and 6 above, to extend the general mandate granted to the Directors under Resolution 6 above to issue additional new shares of the Company. <i>(Note)</i>	289,502,000 (100.000%)	0 (0.000%)

As more than 50% of the votes were cast in favour of each of the above resolutions 1 to 7, all such resolutions were duly passed as ordinary resolutions of the Company.

Note: The full text of the resolutions is set out in the notice of AGM dated 25 July 2014.

CHANGE IN DIRECTORATE

The Board also wishes to announce that Prof. Chung Chi Ping *BBS JP* (“**Prof. Chung**”) did not stand for re-election as an independent non-executive Director upon his retirement by rotation at the conclusion of the AGM held on 25 August 2014 due to his other work commitments. As a result, Prof. Chung retired from the office of the independent non-executive Director, including from the position as the Chairman of the Remuneration Committee and the member of the Audit Committee and the Nomination Committee of the Board, with effect from 25 August 2014 upon the conclusion of the AGM.

Prof. Chung has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the Shareholders in connection with his retirement from the office of the independent non-executive Director.

Mr. Cheng Kwok Kin, Paul (“**Mr. Cheng**”), an independent non-executive Director, has been duly appointed as the Chairman of the Remuneration Committee of the Board with effect from 25 August 2014 upon the conclusion of the AGM.

The Board takes this opportunity to express its sincere gratitude to Prof. Chung for his invaluable contribution towards the Company during his tenure of service as the independent non-executive Director and would like to welcome Mr. Cheng to his new appointment as the Chairman of the Remuneration Committee of the Board.

By order of the Board
Kin Yat Holdings Limited
Cheng Chor Kit
Chairman and Chief Executive Officer

Hong Kong, 25 August 2014

As at the date of this announcement, the Board comprises eight Directors, of which four are executive Directors, namely Mr. Cheng Chor Kit, Mr. Fung Wah Cheong, Vincent, Mr. Liu Tat Luen and Mr. Cheng Tsz To; and four independent non-executive Directors, namely Mr. Wong Chi Wai, Ms. Sun Kwai Yu, Vivian, Mr. Cheng Kwok Kin, Paul and Mr. Cheung Wang Ip.