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CROSBY

CROSBY CAPITAL LIMITED

(高誠資本有限公司)*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8088)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 14 February 2014

At the EGM held on Friday, 14 February 2014, all proposed resolutions as set out in the notice of EGM dated 28 January 2014 (the “**Notice**”) have been duly approved by the Independent Shareholders by way of poll.

Reference is made to the Notice and the circular of the Company (the “**Circular**”) dated 28 January 2014 in relation to, among other things, the Sale and Purchase Agreement, the Placing, issue of Bonus Warrants, granting of Over-allotment Option and the Refreshment of General Mandate.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the Circular.

The Board is pleased to announce that the resolutions proposed at the EGM held on Friday, 14 February 2014 (the “**Resolutions**”) were duly passed by the Independent Shareholders by

* *For identification purposes only*

way of poll. Computershare Hong Kong Investor Services Limited, the share registrar of the Company, acted as the scrutineer for vote-taking at the EGM. The results of the voting are as follows:

<p style="text-align: center;">Ordinary Resolutions (<i>Note</i>)</p>	<p style="text-align: center;">Number of votes cast and approximate percentage of total number of votes cast</p>	
	For	Against
(1) To approve the proposed ordinary resolution No. 1 set out in the Notice.	239,991,235 (100%)	0 (0%)
(2) To approve the proposed ordinary resolution No. 2 set out in the Notice.	239,991,235 (100%)	0 (0%)
(3) To approve the proposed ordinary resolution No. 3 set out in the Notice.	239,991,235 (100%)	0 (0%)

Note: The full text of the Resolutions is set out in the Notice.

As at the date of the EGM, the total number of Shares in issue was 384,561,967 Shares.

As disclosed in the Circular, pursuant to Rule 17.42A of the GEM Listing Rules, as there is no controlling Shareholder, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates were required to abstain from voting in favour of the ordinary resolution no. 3 (as set out in the Notice) to approve the Refreshment of General Mandate (“**Resolution No. 3**”) at the EGM and have so abstained from voting at the EGM.

As disclosed in the Circular, Mr. Clive Ng Cheang Neng, the chairman of the Board and executive Director was interested in 3,300,000 Shares (representing approximately 0.86% of the total issued share capital of the Company as at the date of the EGM). Therefore Mr. Clive Ng Cheang Neng and his associates were required to abstain from voting in favour of Resolution No. 3 proposed at the EGM and have so abstained from voting at the EGM. As disclosed in the Circular, Mr. Clive Ng Cheang Neng and his associates had indicated that they had no intention to vote against Resolution No. 3 at the EGM and have not so voted at the EGM.

Accordingly, at the date of the EGM, the total number of Shares in issue which are required under the GEM Listing Rules to abstain from voting in favour of Resolution No. 3 was 3,300,000 Shares (representing approximately 0.86% of the total issued share capital of the Company as at the date of the EGM). The total number of Shares entitling the Independent

Shareholders to attend and vote for or against Resolution No. 3 at the EGM was 381,261,967 Shares (representing approximately 99.14% of the issued share capital of the Company at the date of the EGM). No Shareholder was required to abstain from voting on ordinary resolutions no. 1 and no. 2 (as set out in the Notice) (“**Resolutions No. 1 and 2**”) at the EGM and there were no restrictions on any Shareholders to cast votes on Resolutions No. 1 and 2 at the EGM. Therefore, the total number of Shares entitling the Shareholders to attend and vote for or against Resolutions No. 1 and 2 at the EGM was 384,561,967 Shares (representing 100% of the issued share capital of the Company at the date of the EGM). Save as disclosed above, none of the other Shareholders were required to abstain from voting at the EGM.

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

By order of the Board
CROSBY CAPITAL LIMITED
Stephen Shiu Junior
Executive Director

Hong Kong, 14 February 2014

As at the date of this announcement, the Directors of the Company are:

*Executive Directors: Liu Guang He, Clive Ng Cheang Neng, Stephen Shiu Junior
and Nelson Tong Naiyi*

*Independent Non-Executive Shi Jinsheng, Sin Hendrick and Yuen Kwok On
Directors:*

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particular given in compliance with the GEM Listing Rules for the purpose of giving information with regards to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of Crosby Capital Limited at www.crosbycapitallimited.com.