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KTL International Holdings Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 442)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 10 AUGUST 2017

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 10 August 2017.

The board of directors (the “**Board**”) of KTL International Holdings Group Limited (the “**Company**”) is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on 10 August 2017 (the “**AGM**”).

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the issued share capital of the Company comprised 172,600,000 shares of HK\$0.005 each (the “**Shares**”), which was the total number of Shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. Shareholders present at the AGM holding an aggregate of 131,973,824 Shares (representing approximately 76.46% of the total number of Shares in issue) voted either in person, by proxy or by their duly authorised representatives at the AGM. There were no Shares entitling the holder to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM. None of the shareholders of the Company has stated their intention in the Company’s circular dated 12 July 2017 to vote against or to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of all the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		No. of Votes (%) ^{Note}	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and independent auditor of the Company for the year ended 31 March 2017	131,973,824 (100.00%)	0 (0.00%)
2.	(A) To re-elect Mr. Nang Qi as an executive Director	131,973,824 (100.00%)	0 (0.00%)
	(B) To re-elect Mr. Chen Peiliang as an executive Director	131,973,824 (100.00%)	0 (0.00%)
	(C) To re-elect Mr. Xue Qiang as an executive Director	131,973,824 (100.00%)	0 (0.00%)
	(D) To re-elect Mr. Chan Chi Kuen as an independent non-executive Director	131,973,824 (100.00%)	0 (0.00%)
	(E) To re-elect Mr. Lo Chun Pong as an independent non-executive Director	131,973,824 (100.00%)	0 (0.00%)
3.	To authorise the board of Directors to determine the remuneration of the Directors	131,973,824 (100.00%)	0 (0.00%)
4.	To appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the board of Directors to fix the remuneration of the auditor of the Company	131,973,824 (100.00%)	0 (0.00%)
5.	(A) To grant an unconditional general mandate to the Directors to issue, allot and otherwise deal in Shares not exceeding 20% of the number of issued Shares	131,973,824 (100.00%)	0 (0.00%)
	(B) To grant an unconditional general mandate to the Directors to repurchase Shares not exceeding 10% of the number of issued Shares	131,973,824 (100.00%)	0 (0.00%)
	(C) To extend, conditional upon the passing of resolutions 5(A) and 5(B), the number of Shares repurchased under resolution 5(B) to the mandate granted to the Directors under resolution 5(A)	131,973,824 (100.00%)	0 (0.00%)

Note: All percentages are rounded up to two decimal places.

As more than 50% of the votes were cast in favour of each of the resolutions numbered 1 to 5, the resolutions numbered 1 to 5 were duly passed as ordinary resolutions of the Company at the AGM.

By order of the Board
KTL International Holdings Group Limited
Nang Qi
Chairman and Executive Director

Hong Kong, 10 August 2017

As at the date of this announcement, the executive Directors are Mr. Nang Qi, Mr. Chen Peiliang and Mr. Xue Qiang; and the independent non-executive Directors are Mr. Ting Tit Cheung, Mr. Chan Chi Kuen and Mr. Lo Chun Pong.