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CHINA TRENDS HOLDINGS LIMITED

中國趨勢控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8171)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 NOVEMBER 2015

The Board is pleased to announce that the proposed ordinary resolution was duly passed by the Independent Shareholders by way of poll at the EGM held on Monday, 23 November 2015.

Reference is made to the circular (the “**Circular**”) and the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) of China Trends Holdings Limited (the “**Company**”) both dated 6 November 2015. Unless the context otherwise requires, capitalised terms defined in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that the proposed ordinary resolution (the “**Resolution**”) as set out in the EGM Notice was duly passed by the Independent Shareholders by way of poll at the EGM held on Monday, 23 November 2015.

At the EGM, the Resolution was taken by poll. The Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As at the date of the EGM, the total number of issued Shares in the Company was 6,735,001,932 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the EGM under Rule 17.47A of the GEM Listing Rules.

As stated in the Circular, the Bondholders hold in aggregate 1,792,478,973 Shares (representing approximately 26.61% of the existing issued share capital of the Company as at the date of the EGM) and all the Bondholders are considered to have a material interest in the Second Deed of Amendment. Accordingly all the Bondholders and their respective associates were required to abstain from voting in respect of the Resolution under the GEM Listing Rules and did abstain from the voting of the Resolution.

As stated in the Circular, each of the five Sub-underwriters or its respective associates holds 70,896,000, 10,496,000, 9,840,000, 2,240,000 and 4,800,000 Shares respectively in the Company (representing approximately 1.05%, 0.16%, 0.15%, 0.03% and 0.07% of the existing issued share capital of the Company as at the date of the EGM), is a party to each of the sub-underwriting agreements with Kingston and has a material interest in the Second Deed of Amendment. Accordingly the aforementioned five Sub-underwriters or their respective associates were required to abstain from voting in respect of the Resolution under the GEM Listing Rules and did abstain from the voting of the Resolution.

As a result, the total number of issued Shares in the Company entitling the holders to attend and vote for the Resolution was 4,844,250,959 Shares, representing approximately 71.93% of the total issued share capital of the Company as at the date of the EGM.

The poll results in respect of the Resolution were as follows:

	Ordinary resolution (<i>Note</i>)	Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
(a)	the conditional second deed of amendment (the “ Second Deed of Amendment ”) dated 5 October 2015 (a copy of the Second Deed of Amendment is marked “A” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and entered into among the Company, China Technology Education Trust Association, Honour Sky International Limited, Ocean Space Development Limited, Metropower Holdings Limited and Wong Chak Keung (collectively, the “ Bondholders ”) to (i) remove the lockup period of six months commencing on the date of the allotment and issue of such new share(s) of the Company (the “ Conversion Shares ”) to be allotted and issued upon exercise of the conversion rights attached to the convertible bonds (the “ Convertible Bonds ”) in the initial principal amount of HK\$595,000,000 issued by the Company on 30 December 2009; (ii) amend the number of days the Company is required to deliver the share certificates after conversion of the Convertible Bonds from ten business days to one business day after the date of conversion; (iii) remove the restrictions for the conversion and transfer of the Convertible Bonds in multiples of HK\$10,000,000; (iv) amend the terms of the Convertible Bonds such that the Convertible Bonds shall be automatically converted into Conversion Shares on the business day next prior to the settlement date; and (v) permit the use of such form of instrument of transfer as the Board may approve for the transfer of the Convertible Bonds and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and	826,373,016 (100%)	0 (0%)	826,373,016

	Ordinary resolution (<i>Note</i>)	Number of votes cast (approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
(b)	any one or more director(s) of the Company be and is/are hereby authorised to implement and take all steps and do all acts and things and execute all such documents (including under seal) which he/she/they consider necessary or expedient to give effect to the Second Deed of Amendment and the transactions contemplated thereunder.	826,373,016 (100%)	0 (0%)	826,373,016

Note: The full text of the Resolution was set out in the EGM Notice.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was therefore duly passed as an ordinary resolution of the Company.

By order of the Board
China Trends Holdings Limited
Xiang Xin
Chairman and Chief Executive Director

Hong Kong, 23 November 2015

As at the date of this announcement, the executive Directors are Mr. Xiang Xin, Ms. Zhong Keying and Mr. Wang Jianjun; the non-executive Director is Mr. Sun Kuan Chi, Mr. Kuk Peter Z, Mr. Ge Ming, Mr. Wang Wei and Mr. Xin Luo Lin; and the independent non-executive Directors are Mr. Zhang Zhan Liang, Ms. An Jing, Mr. Chen Yicheng and Mr. Kwai Sze Kit; Ms. Kung Ching is an alternate director to Mr. Xiang Xin.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, 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 announcement misleading.

This announcement will remain on GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the Company website at www.8171.com.hk.