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MING FUNG JEWELLERY GROUP LIMITED

明豐珠寶集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 860)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 25 NOVEMBER 2014**

The Board is pleased to announce that the ordinary resolution as set out in the Notice of EGM was duly passed by the Shareholders by way of poll at the EGM held on 25 November 2014.

Reference is made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**Notice of EGM**”) both dated 7 November 2014 issued to the Shareholders by the Company. Unless the context otherwise required, terms defined in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolution as set out in the Notice of EGM was duly passed by the Shareholders by way of poll at the EGM.

* *for identification purpose only*

The Company's Hong Kong branch share registrar, Tricor Tengis Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the ordinary resolution proposed at the EGM are as follows:

ORDINARY RESOLUTION		Number of votes cast and approximate percentage of total number of votes cast (%)		Total number of votes cast
		FOR	AGAINST	
1.	The Agreement (as defined in the EGM Notice) (as amended and supplemented by the Supplemental Agreement (as defined in the EGM Notice)) and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; the directors of the Company be and are hereby authorised to issue and allot the Consideration Shares (as defined in the EGM Notice); and the directors of the Company are hereby authorised to do all such further acts and things and execute such further documents which in their opinion may be necessary or expedient to give effect to the terms of the Agreement and the issue and allotment of the Consideration Shares or any of the transactions contemplated under the Agreement.	2,167,822,585 (98.03%)	43,569,152 (1.97%)	2,211,391,737 (100%)

The full text of the ordinary resolution was set out in the Notice of EGM.

As at the date of the EGM, the total number of issued share was 6,549,040,939 shares. As referred in the Circular, Prestige Rich Holdings Limited, which was interested in 621,878,316 shares, has abstained from voting for the resolution to approve the Agreement, issue and allot the Consideration Shares. Shareholders holding a total of 5,927,162,623 shares were entitled to attend and vote for or against the resolution to approve the Agreement, issue and allot the Consideration Shares. There was no Shareholders who was entitled to attend the EGM but was only entitled to vote against the proposed resolution.

By Order of the Board
Wong Chi Ming, Jeffry
Chairman

Hong Kong, 25 November 2014

As at the date hereof, the Board comprises two executive directors, namely, Mr. Wong Chi Ming, Jeffry and Mr. Yu Fei, Philip; and three independent non-executive directors, namely, Ms. Chu Wai Fan, Mr. Tam Ping Kuen, Daniel and Mr. Jiang Chao.

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