

*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.*

**MATRIX**  
**MATRIX HOLDINGS LIMITED**  
**美力時集團有限公司\***  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1005)**

**POLL RESULTS AT THE ANNUAL GENERAL MEETING 2014**

The Board is pleased to announce that at the annual general meeting held on 7th May 2014, all the resolutions as set out in the Notice of AGM dated 1st April, 2014 were duly passed by shareholders of the Company by way of poll.

At the annual general meeting (the “AGM”) of Matrix Holdings Limited (the “Company”) held on 7th May, 2014 at 2:30 p.m., all the proposed resolutions as set out in the notice of AGM dated 1st April, 2014 were taken by poll.

As at the date of the AGM, the total number of issued shares entitling the holders to attend and vote for or against all resolutions is 755,827,313. There was no restriction on shareholders to cast votes on any of the proposed resolutions at the AGM. No person has indicated in the circular of the Company dated 2nd April, 2014 (the “Circular”) that he/she intends to vote against or to abstain from voting on any of the resolutions at the AGM.

\* *For identification purpose only*

Tricor Secretaries Limited, the Company's branch share registrar in Hong Kong, was appointed as the Scrutiniser at the AGM for the purpose of the vote-taking. The poll results of all the resolutions proposed at the AGM are as follows:–

Ordinary Resolutions proposed at the AGM		Number of votes cast and approximate percentage of total number of votes cast (%)		Total Number of votes cast
		For	Against	
1.	To receive and adopt the Audited Financial Statements of the Company and the Report of the Directors and Independent Auditor's Report for the year ended 31st December, 2013.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
2.	To consider and declare a final dividend of HK5 cents per ordinary share in cash for the year ended 31st December 2013 as recommended by the Board of Directors.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
3A.	To re-elect Mr. Cheng Yung Pun as a Director.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
3B.	To re-elect Mr. Arnold Edward Rubin as a Director.	443,423,639 (97.13%)	13,096,882 (2.87%)	456,520,521 (100%)
3C.	To re-elect Mr. Tse Kam Wah as a Director.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
3D.	To re-elect Mr. Cheng King Cheung as a Director.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
3E.	To re-elect Mr. Mak Shiu Chung as a Director.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
3F.	To authorise the Board of Directors to fix the Directors' remuneration.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)

Ordinary Resolutions proposed at the AGM		Number of votes cast and approximate percentage of total number of votes cast (%)		Total Number of votes cast
		For	Against	
4.	To re-appoint Messrs. PricewaterhouseCoopers as the auditor of the Company and its subsidiaries, to hold office until the conclusion of the next annual general meeting and authorise the Board of Directors to fix their remuneration.	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
5A.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20 per cent. of the issued share capital of the Company. <sup>#</sup>	455,345,925 (99.74%)	1,174,596 (0.26%)	456,520,521 (100%)
5B.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent. of the issued share capital of the Company. <sup>#</sup>	456,520,521 (100%)	0 (0%)	456,520,521 (100%)
5C.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of an amount not exceeding the amount of shares repurchased by the Company. <sup>#</sup>	455,345,925 (99.74%)	1,174,596 (0.26%)	456,520,521 (100%)

<sup>#</sup> Please refer to the Notice of AGM for the full text of the resolutions.

The board of directors of the Company (the “Board”) is pleased to announce that as more than 50% of the votes were cast in favour of each of the above resolutions, the said resolutions were duly passed as ordinary resolutions by the shareholders of the Company.

By order of the Board

**Leung Hong Tai**

*Executive Director*

Hong Kong, 7th May, 2014

*As at the date of this announcement, the Board comprises Mr. Cheng Yung Pun, Mr. Arnold Edward Rubin, Mr. Yu Sui Chuen, Ms. Cheng Wing See, Nathalie, Mr. Cheng King Cheung, Mr. Leung Hong Tai, Mr. Tsang Chung Wa and Mr. Tse Kam Wah as executive directors and Dr. Loke Yu alias Loke Hoi Lam, Mr. Mak Shiu Chung, Godfrey, Mr. Wan Hing Pui and Mr. Heng Victor Ja Wei as independent non-executive directors.*