

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.

NATIONAL ELECTRONICS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 213)

POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 26 AUGUST 2019 AND ADOPTION OF NEW SHARE OPTION SCHEME

At the Annual General Meeting of National Electronics Holdings Limited (the “Company”) held on 26 August 2019 (“AGM”), a poll was demanded by the Chairman for voting on all proposed resolutions as set out in the Notice of Annual General Meeting dated 25 July 2019.

As at the date of the AGM, the number of issued shares of the Company was 1,012,288,962 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM. There was no shareholder who was entitled to attend and vote only against any of the proposed resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results are set out as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1	To receive and consider the audited consolidated financial statements and reports of the directors and auditors of the Company for the year ended 31 March 2019.	655,490,186 (100%)	0 (0%)
2	To approve the payment of a final dividend and a special cash dividend recommended by the board of directors for the year ended 31 March 2019.	655,490,186 (100%)	0 (0%)
3	To re-elect Ms. Dorathy Lee Yuen Yu as a Non-executive Director of the Company.	655,435,736 (100%)	0 (0%)
4	To re-elect Mr. William Chan Chak Cheung as an Independent Non-executive Director of the Company.	655,373,796 (99.99%)	19,397 (0.01%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
5	To fix the directors' remuneration for their services in an aggregate sum of not exceeding HK\$2,500,000.	655,373,796 (99.98%)	116,390 (0.02%)
6	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the board of directors to fix their remuneration.	655,490,186 (100%)	0 (0%)
7	To issue a general mandate to the directors of the Company to buy back Shares not exceeding 10% of the issued share capital of the Company.	655,476,186 (99.99%)	14,000 (0.01%)
8	To issue a general mandate to the directors of the Company to allot, issue and deal with Shares not exceeding 20% of the issued share capital of the Company.	647,076,338 (98.72%)	8,413,848 (1.28%)
9	To extend the general mandate to directors of the Company to allot, issue and deal with Shares by an amount not exceeding the amount of the Shares bought back by the Company.	647,076,338 (98.72%)	8,413,848 (1.28%)
10	To approve and adopt a new share option scheme of the Company and to authorise the board of directors to grant option(s) and to allot, issue and deal in the shares of the Company pursuant to the exercise of any option(s) granted thereunder.	647,296,338 (98.75%)	8,193,848 (1.25%)

As a majority of the votes were cast in favour of each of the above resolutions, all such resolutions were passed as ordinary resolutions.

The board of directors of the Company is also pleased to announce that the ordinary resolution approving the adoption of the new share option scheme of the Company, made in accordance with Chapter 17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the principal terms of which are set out in the circular of the Company dated 25 July 2019, was duly passed by the shareholders of the Company at the AGM.

By order of the Board
LEE YUEN CHING JIMMY
Chairman

Hong Kong, 26 August 2019

As at the date of this announcement, the Executive Directors of the Company are Mr. Lee Yuen Ching, Jimmy, Mr. Lee Bon Chi, Loewe, Mr. Lee Yuen Kui, James, Mr. Lee Yuen Cheor, Edward and Mr. Wai Kwong Yuen, Ricky; the Non-executive Director of the Company is Ms. Lee Yuen Yu, Dorathy; and the Independent Non-executive Directors of the Company are Dr. Samson Sun, M.B.E., J.P., Mr. Chan Chak Cheung, William and Mr. Chan Kwok Wai.