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鷹君集團有限公司
Great Eagle
Holdings Limited

於百慕達註冊成立之有限公司
Incorporated in Bermuda with limited liability

(Stock Code: 41)

ANNOUNCEMENT

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 30 APRIL 2014 AND SCRIP DIVIDEND ARRANGEMENT IN RELATION TO THE 2013 FINAL DIVIDEND AND SPECIAL FINAL DIVIDEND

The Board is pleased to announce the poll results of Annual General Meeting held on 30 April 2014 and the Scrip Dividend Arrangement in relation to the 2013 Final Dividend and Special Final Dividend.

POLL RESULTS OF THE 2014 ANNUAL GENERAL MEETING

At the Annual General Meeting of Great Eagle Holding Limited (the “**Company**”) held on 30 April 2014 (the “**AGM**”), a poll was demanded by the Chairman for voting on all proposed resolutions as set out in the Notice of AGM dated 26 March 2014.

Dr. Lo Ka Shui and his associates (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and including The Lo Family Trust) abstained from voting in favour of the resolution numbered 12 (“**Resolution No. 12**”) in relation to the approval of the grant of 630,000 share options to Dr. Lo Ka Shui, except pursuant to the proxies given by independent shareholders (any shareholder of the Company (“**Shareholder(s)**”) other than Dr. Lo Ka Shui and his associates) where specific directions as to voting were given. To the best of the Company’s knowledge, information and belief, after having made reasonable enquiries, no other Shareholder was required to abstain from voting in favour of the Resolution No. 12 at the AGM. Save as disclosed above, there was no restriction on any Shareholder to cast votes on any of the proposed resolutions at the AGM and the total

number of shares of the Company (the “Share(s)”) ineligible to vote in favour of Resolution No. 12 at the AGM was 395,728,752. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution No. 12 at the AGM was 244,205,212 (representing approximately 38.16% of the 639,933,964 Shares in issue) and the total number of Shares entitling the Shareholders to attend and vote for or against the rest of resolutions at the AGM was 639,933,964 (representing the total issued Shares). Save as disclosed above, there was no Share entitling any Shareholder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and there was no Shareholder required under the Listing Rules to abstain from voting at the AGM.

The poll at the AGM was scrutinized by the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited. All resolutions were approved by the Shareholders and the poll results were as follows:

Ordinary Resolutions	Number of Votes (%)	
	For	Against
1. To receive and consider the audited consolidated Financial Statements of the Company and its subsidiaries for the year ended 31 December 2013 together with the Reports of the Directors and Independent Auditor thereon.	522,141,078 (100%)	0 (0%)
2. To declare the payment of a Final Dividend of HK43 cents per Share and a Special Final Dividend of HK50 cents per Share.	522,251,357 (100%)	0 (0%)
3. To re-elect Mr. Cheng Hoi Chuen, Vincent as an Independent Non-executive Director.	484,196,598 (92.713325%)	38,054,759 (7.286675%)
4. To re-elect Madam Law Wai Duen as an Executive Director.	491,645,750 (94.432242%)	28,987,607 (5.567758%)
5. To re-elect Mr. Lo Hong Sui, Vincent as a Non-executive Director.	491,475,202 (94.107022%)	30,776,155 (5.892978%)
6. To re-elect Mr. Kan Tak Kwong as an Executive Director.	491,645,750 (94.432242%)	28,987,607 (5.567758%)
7. To fix the maximum number of Directors at 15 and authorize the Directors to appoint additional Directors up to such maximum number.	521,285,829 (99.815122%)	965,528 (0.184878%)

8.	To fix a fee of HK\$130,000 per annum as ordinary remuneration payable to each Director.	522,225,307 (99.995012%)	26,050 (0.004988%)
9.	To re-appoint Messrs. Deloitte Touche Tohmatsu as Auditor and authorise the Board of Directors to fix the Auditor's remuneration.	518,845,108 (99.347776%)	3,406,249 (0.652224%)
10.	To give a general mandate to the Directors to buy-back shares not exceeding 10% of the issued share capital.	521,868,257 (100%)	0 (0%)
11.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital.	458,205,036 (87.588070%)	64,931,321 (12.411930%)
12.	To approve, confirm and ratify the grant of options to Dr. Lo Ka Shui.	116,960,565 (70.386648%)	49,208,117 (29.613352%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as Ordinary Resolutions of the Company.			

SCRIP DIVIDEND ARRANGEMENT IN RELATION TO THE 2013 FINAL DIVIDEND AND SPECIAL FINAL DIVIDEND

On 26 February 2014, the board of Directors of the Company (the “**Board**”) announced that the final dividend and special final dividend for the year ended 31 December 2013 (the “**2013 Final Dividend and Special Final Dividend**”) will be payable to the Shareholders whose names appear on the registers of members of the Company as at the close of business on Wednesday, 14 May 2014. As mentioned above, the 2013 Final Dividend and Special Final Dividend have been approved by the Shareholders at the AGM.

Shareholders are given the option to receive the 2013 Final Dividend and Special Final Dividend in new shares in lieu of cash (“**Scrip Dividend Arrangement**”). The Scrip Dividend Arrangement is subject to The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in the new shares to be issued pursuant thereto.

A circular containing details of the Scrip Dividend Arrangement will be despatched to the Shareholders together with the form of election for scrip dividend in May 2014. Dividend warrants and share certificates in respect of the 2013 Final Dividend and Special Final Dividend are expected to be despatched to the Shareholders on 18 June 2014.

By Order of the Board
Great Eagle Holdings Limited
LO Ka Shui
Chairman and Managing Director

Hong Kong, 30 April 2014

As at the date of this announcement, the Board comprises five Executive Directors, namely Dr. LO Ka Shui (Chairman and Managing Director), Mr. LO Kai Shui (Deputy Managing Director), Mr. LO Hong Sui, Antony, Madam LAW Wai Duen and Mr. KAN Tak Kwong (General Manager); three Non-executive Directors, namely Madam LO TO Lee Kwan, Mr. LO Hong Sui, Vincent and Dr. LO Ying Sui; and four Independent Non-executive Directors, namely Mr. CHENG Hoi Chuen, Vincent, Professor WONG Yue Chim, Richard, Mrs. LEE Pui Ling, Angelina and Mr. ZHU Qi.