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## **EASYKNIT ENTERPRISES HOLDINGS LIMITED**

**永義實業集團有限公司\***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 0616)**

### **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 20 OCTOBER 2014**

#### **POLL RESULTS OF THE SGM**

The Board is pleased to announce that all the proposed resolutions set out in the notice of the SGM were duly passed by the Shareholders or the Independent Shareholders (as the case may be) at the SGM held on 20 October 2014 by way of poll.

#### **THE S&P AGREEMENT**

The S&P Agreement is still conditional upon the fulfillment of the conditions set out in the sub-section headed “Conditions precedent” under the section headed “The S&P Agreement” in the “Letter from the Board” in the Circular.

#### **CAPITAL REORGANISATION**

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective at 9:00 a.m. on Tuesday, 21 October 2014.

#### **RIGHTS ISSUE**

The Rights Issue is still conditional upon the fulfillment of the conditions set out in the sub-section headed “Conditions of the Rights Issue” under the section headed “Proposed Rights Issue” in the “Letter from the Board” in the Circular. **If the conditions of the Rights Issue are not fulfilled or if the Underwriter exercises its right to terminate the Underwriting Agreement pursuant to the terms therein, the Rights Issue will not proceed.**

**Any Shareholders or other persons dealing in the Shares and/or the Adjusted Shares up to the date on which all the conditions to which the Rights Issue is subject to are fulfilled (and the date on which the Underwriter’s right of termination of the Underwriting Agreement ceases) and any persons dealing in the nil-paid Rights Shares during the period from Wednesday, 29 October 2014 to Wednesday, 5 November 2014 (both dates inclusive) will bear the risk that the Rights Issue may not become unconditional and may not proceed. If in any doubt, investors should consult their professional advisers.**

*\* for identification only*

Reference is made to the joint announcement of Easyknit Enterprises Holdings Limited (the “**Company**”) and Easyknit International Holdings Limited dated 5 September 2014 and the circular of the Company dated 26 September 2014 (the “**Circular**”), in relation to, inter alia, the S&P Agreement, the Capital Reorganisation, the Rights Issue and the transactions contemplated thereunder. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise stated.

## **POLL RESULTS OF THE SGM**

The Board is pleased to announce that all the proposed resolutions set out in the notice of the SGM to approve the S&P Agreement, the Capital Reorganisation, the Rights Issue and the transactions contemplated thereunder were duly passed by the Shareholders or the Independent Shareholders (as the case may be) at the SGM held on 20 October 2014 by way of poll.

As at the date of the SGM, the total number of issued Shares was 562,665,607 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the special resolution numbered 2 at the SGM. There were no Share entitling the holders to attend and vote only against the special resolution numbered 2 proposed at the SGM. No Shareholder was required under the Listing Rules to abstain from voting on the special resolution numbered 2 proposed at the SGM.

As stated in the Circular, the ordinary resolutions numbered 1 and 3 to approve the S&P Agreement, the Rights Issue and the transactions contemplated thereunder are subject to the approval of the Independent Shareholders by way of poll at the SGM. In accordance with the Listing Rules, Landmark Profits, Goodco and their respective associates have abstained from voting on the resolutions with regards to the approval of the S&P Agreement, the Rights Issue and the transactions contemplated thereunder at the SGM. As at the date of SGM, the number of Shares held by each of Landmark Profits, Goodco and their respective associates were 47,140,104 and 183,311,277 respectively, representing 8.38% and 32.58% of the issued share capital of the Company respectively. As such, the total number of Shares entitling the Independent Shareholders who were entitled to attend and vote for or against the ordinary resolutions numbered 1 and 3 was 332,214,226 Shares. There were no Share entitling the holders to attend and vote only against the ordinary resolutions numbered 1 and 3 proposed at the SGM.

Save as disclosed above, no party has stated its intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the SGM.

The poll results in respect of the resolutions set forth in the notice of the SGM are as follows:

Resolutions		No. of the Shares (Approximate %)	
		For	Against
1.	<b>ORDINARY RESOLUTION</b> To approve the S&P Agreement and the transactions contemplated thereunder	82,817,658 (99.25%)	624,982 (0.75%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
2.	<b>SPECIAL RESOLUTION</b> To approve the Capital Reorganisation	82,817,658 (99.25%)	624,982 (0.75%)
As more than three-fourths of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			
3.	<b>ORDINARY RESOLUTION</b> To approve the Rights Issue	82,817,658 (99.25%)	624,982 (0.75%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

*Note: The full text of the above resolutions is set out in the notice of the SGM.*

Tricor Secretaries Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer for the purpose of ascertaining the number of votes at the SGM.

## THE S&P AGREEMENT

The S&P Agreement is still conditional upon the fulfillment of the conditions set out in the sub-section headed "Conditions precedent" under the section headed "The S&P Agreement" in the "Letter from the Board" in the Circular.

## CAPITAL REORGANISATION

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective at 9:00 a.m. on Tuesday, 21 October 2014. New share certificates of the Adjusted Shares in the colour of green will be issued and available for exchange, at the expense of the Company, of the existing share certificates which are in the colour of purple, from Tuesday, 21 October 2014 to Friday, 28 November 2014 (both days inclusive). Thereafter, certificates of Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be allowed by the Stock Exchange). Details of the above arrangement are set out in the sub-section headed "Free exchange of share certificates" under the section headed "Proposed Capital Reorganisation" in the "Letter from the Board" in the Circular.

## **RIGHTS ISSUE**

The Rights Issue is still conditional upon the fulfillment of the conditions set out in the sub-section headed “Conditions of the Rights Issue” under the section headed “Proposed Rights Issue” in the “Letter from the Board” in the Circular. **If the conditions of the Rights Issue are not fulfilled or if the Underwriter exercises its right to terminate the Underwriting Agreement pursuant to the terms therein, the Rights Issue will not proceed.** The Company will make further announcement after the Rights Issue becoming unconditional advising the results of the Rights Issue.

The Shares are expected to be adjusted and dealt in on an ex-rights basis from Wednesday, 22 October 2014. **Any Shareholders or other persons dealing in the Shares and/or the Adjusted Shares up to the date on which all the conditions to which the Rights Issue is subject to are fulfilled (and the date on which the Underwriter’s right of termination of the Underwriting Agreement ceases) and any persons dealing in the nil-paid Rights Shares during the period from Wednesday, 29 October 2014 to Wednesday, 5 November 2014 (both dates inclusive) will bear the risk that the Rights Issue may not become unconditional and may not proceed. If in any doubt, investors should consult their professional advisers.**

## **DESPATCH OF PROSPECTUS DOCUMENTS**

Subject to, among other things, the registration of the Prospectus Documents with the Registrar of Companies in Hong Kong, it is expected that the Prospectus Documents will be despatched to the Qualifying Shareholders and the Prospectus will be despatched to the Non-Qualifying Shareholder(s) for information only, on Monday, 27 October 2014.

By Order of the Board  
**Easyknit Enterprises Holdings Limited**  
**Kwong Jimmy Cheung Tim**  
*Chairman and Chief Executive Officer*

Hong Kong, 20 October 2014

*As at the date hereof, the Board comprises Mr. Kwong Jimmy Cheung Tim, Ms. Lui Yuk Chu and Ms. Koon Ho Yan Candy as executive directors, Mr. Tse Wing Chiu Ricky and Mr. Lai Law Kau as non-executive directors; and Mr. Kan Ka Hon, Mr. Lau Sin Ming and Mr. Foo Tak Ching as independent non-executive directors.*