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盛洋投資

Gemini Investments (Holdings) Limited

盛洋投資（控股）有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 174)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 MARCH 2018

The Board is pleased to announce that the Resolutions were duly passed by the Shareholders by way of poll at the EGM held on 28 March 2018.

Reference is made to: (1) the announcement of the Company dated 28 January 2018 in relation to, among other things, (i) the proposed amendments to the terms of the convertible preference shares and (ii) the proposed adoption of new articles of association; (2) the announcement of the Company dated 28 January 2018 in relation to the proposed capital reduction involving the cancellation of convertible preference shares; (3) the circular of the Company dated 28 February 2018 in relation to, among other things, the aforesaid matters (the “**Circular**”); and (4) the supplemental circular of the Company dated 7 March 2018 in relation to the re-election of Mr. TANG Runjiang as a non-executive director of the Company (the “**Supplemental Circular**”, and together with the Circular, the “**Circulars**”). Capitalised terms used herein shall have the same meanings as defined in the Circulars unless the context requires otherwise.

The Board is pleased to announce that the resolutions (the “**Resolutions**”) set out in the notice and supplement notice of EGM (the “**Notices**”) contained in the Circular and the Supplemental Circular respectively were duly passed by the Shareholders by way of poll at the EGM held on 28 March 2018.

As at the date of the EGM, the Company had 450,990,000 Ordinary Shares in issue, which was the total number of Ordinary Shares entitling the Shareholders to attend the EGM. Grand Beauty and its associates held 312,504,625 Ordinary Shares, representing approximately 69.29% of the issued Ordinary Shares as at the date of the EGM, and were required to abstain, and had abstained, from voting on the resolutions approving the Proposed CPS Amendments, the Second Supplemental Deed

and the transactions contemplated thereunder and the proposed adoption of new Articles, (which are the resolutions numbered 1 and 3 as set out below). As such, the total number of Ordinary Shares held by the Independent Shareholders entitled to vote on the resolutions numbered 1 and 3 as set out below proposed at the EGM was 138,485,375 Ordinary Shares. No Shareholder was required to abstain from voting on the resolutions approving the Proposed Capital Reduction and the re-election of Mr. TANG Runjiang as a non-executive Director (which are the resolutions numbered 2 and 4 as set out below), accordingly the total number of Ordinary Shares held by the Shareholders entitled to vote on the resolutions numbered 2 and 4 as set out below at the EGM was 450,990,000 Ordinary Shares. No Shareholder was entitled to attend but was required to abstain from voting in favour of any of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.

Tricor Standard Limited, the Company's share registrar, was the scrutineer for the vote-taking at the EGM. The poll results in respect of the Resolutions are as follows:

Special resolutions <i>(note)</i>	Number of votes cast (percentage of total number of votes cast)	
	For	Against
1. To approve the amendment of the articles of association of the Company (“ Articles ”) by deleting in its entirety the existing Article 5A and the substitution of a new Article 5A (the “ New Articles ”), in substitution for and to the exclusion of, the existing Articles, which shall take effect 28 days from the date hereof.	40,253,163 (100%)	0 (0%)
2. To approve the Proposed Capital Reduction and authorize the Company to do all acts and things as may be necessary, desirable or expedient to implement or to give effect to the foregoing.	352,757,788 (100%)	0 (0%)
Ordinary Resolutions <i>(note)</i>		
3. Subject to the passing of special resolution numbered 1 above, the following resolution shall be passed as ordinary resolution: To approve the second supplemental deed dated 26 January 2018 entered into between Grand Beauty Management Limited and the Company in relation to the amendment of the terms of the Convertible Preference Shares and all the transactions contemplated thereby (including the issue of Conversion Shares upon conversion of the Convertible Preference Shares at the relevant Conversion Price in accordance with the New Articles).	40,253,163 (100%)	0 (0%)
4. To re-elect Mr. TANG Runjiang as a non-executive director of the Company and to authorise the board of directors of the Company to fix his remuneration.	352,757,788 (100%)	0 (0%)

Note: The full text of the Resolutions are set out in the Notices.

As more than 75% of the votes were cast in favour of the resolutions numbered 1 and 2 above, each of the resolutions numbered 1 and 2 above was duly passed as a special resolution by the Shareholders by way of poll at the EGM.

As more than 50% of the votes were cast in favour of the resolutions numbered 3 and 4 above, each of the resolutions numbered 3 and 4 above was duly passed as an ordinary resolution by the Shareholders by way of poll at the EGM.

As disclosed in the Circular, the Proposed Capital Reduction is subject to the satisfaction of certain conditions. The Company will make further announcement as and when appropriate in accordance with the applicable Listing Rules when the Proposed Capital Reduction becomes effective.

By order of the Board
Gemini Investments (Holdings) Limited
LAI Kwok Hung, Alex
Executive Director

Hong Kong, 28 March 2018

As at the date of this announcement, the directors of the Company are as follows:

Executive Directors:

Mr. SUM Pui Ying
Mr. LAI Kwok Hung, Alex

Non-executive Directors:

Mr. LI Ming
Mr. LI Hongbo
Mr. TANG Runjiang

Independent non-executive Directors:

Mr. LAW Tze Lun
Mr. LO Woon Bor, Henry
Mr. DENG Wei