

*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.*



## **BRIGHT SMART SECURITIES & COMMODITIES GROUP LIMITED**

### **耀才證券金融集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1428)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 22 MARCH 2016**

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed as ordinary resolutions by the Independent Shareholders by way of poll at the EGM.

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**Notice**”) issued by Bright Smart Securities & Commodities Group Limited (the “**Company**”) on 1 March 2016. Capitalised terms used herein have the same meanings as those defined in the Circular unless otherwise stated.

The Board is pleased to announce that all the resolutions as set out in the Notice (the “**Resolutions**”) were duly passed as ordinary resolutions by way of poll by the Independent Shareholders at the EGM, as more than 50% of the votes were cast in favour of each of the Resolutions.

As at the date of the EGM, there were a total of 1,696,554,538 Shares in issue.

Mr. Yip, Mr. Wilson Chan and their respective associates, who together held 1,134,410,280 Shares, representing approximately 66.87% of the total issued share capital of the Company as at the date of the EGM, were required to abstain and had abstained from voting on Resolutions nos.1, 2(a) and 2(c) at the EGM. The total number of Shares entitling the holders to attend and vote on Resolutions nos.1, 2(a) and 2(c) at the EGM was 562,144,258 Shares, representing approximately 33.13% of the total issued share capital of the Company.

Mr. Nelson Chan and his associates, who together held 400,000 Shares, representing approximately 0.02% of the total issued share capital of the Company as at the date of the EGM, were required to abstain and had abstained from voting on Resolution no.2(b) at the EGM. The total number of Shares entitling the holders to attend and vote on Resolution no.2(b) at the EGM was 1,696,154,538 Shares, representing approximately 99.98% of the total issued share capital of the Company.

Save as disclosed above, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting on the Resolutions proposed at the EGM. None of the Shareholders were entitled to attend and abstain from voting in favour of the Resolutions proposed at the EGM according to Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against the Resolutions proposed at the EGM.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for vote-taking at the EGM.

Full text of the Resolutions is set out in the Notice. The poll results of the Resolutions are as follows:

Ordinary resolutions		Number of votes (%)	
		For	Against
1	(a) To approve the Wing On Tenancy Agreement and the transaction contemplated thereunder.	151,537,521 (100%)	0 (0%)
	(b) To approve the Peter Building Tenancy Agreement and the transaction contemplated thereunder.	151,537,521 (100%)	0 (0%)
	(c) To approve the Tak Lee Building Tenancy Agreement and the transaction contemplated thereunder.	151,537,521 (100%)	0 (0%)
	(d) To approve the Tai Po Tenancy Agreement and the transaction contemplated thereunder.	151,537,521 (100%)	0 (0%)
	(e) To approve the Golden Hill Tenancy Agreement and the transaction contemplated thereunder.	151,537,521 (100%)	0 (0%)
	(f) To approve the Honour House Tenancy Agreement and the transaction contemplated thereunder.	151,537,521 (100%)	0 (0%)
2	(a) To approve the financial services agreement entered into between Bright Smart Securities and Mr. Yip and the transaction contemplated thereunder.	151,255,521 (99.81%)	282,000 (0.19%)
	(b) To approve the financial services agreement entered into between Bright Smart Securities and Mr. Nelson Chan and the transaction contemplated thereunder.	150,855,521 (99.81%)	282,000 (0.19%)
	(c) To approve the financial services agreement entered into between Bright Smart Securities and Mr. Wilson Chan and the transaction contemplated thereunder.	151,259,521 (99.82%)	278,000 (0.18%)

By order of the Board  
**Bright Smart Securities & Commodities Group Limited**  
**Chan Kai Fung**  
*Executive Director and Co-Chief Executive Officer*

Hong Kong, 22 March 2016

*As at the date of this announcement, the Board comprises Messrs. Yip Mow Lum (Chairman), Chan Kai Fung (Co-Chief Executive Officer), Hui Yik Bun (Co-Chief Executive Officer), Kwok Sze Chi, Chan Wing Shing, Wilson, Yu Yun Kong\*, Szeto Wai Sun\* and Ling Kwok Fai, Joseph\*.*

*\* Independent Non-executive Directors*