

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)

(the “Company”, Stock Code: 1428)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 10 AUGUST 2015

The Board of Directors of the Company (the “**Board**”) is pleased to announce the voting results of the Annual General Meeting (the “AGM”) of the Company held on Monday, 10 August 2015 at Plaza 3-4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong. As stated in the notice of the AGM dated 9 July 2015, all the proposed resolutions at the AGM were voted on by poll. Tricor Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

Voting Results of the AGM

As at the date of AGM, the total number of issued shares in the Company was 1,696,554,538 shares, which was the total number of shares in the Company entitling the holders to attend and vote for or against the resolutions at the AGM. There is no restriction on any shareholders casting votes on any of the resolutions at the AGM.

All resolutions at the AGM were approved by the shareholders. The poll results in respect of each resolution proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries, the directors’ report and the independent auditor’s report for the year ended 31 March 2015.	1,150,971,534 (100.0000%)	0 (0.0000%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

2	To declare a final dividend of HK3.8 cents per share for the year ended 31 March 2015.	1,150,971,534 (100.0000%)	0 (0.0000%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
3(i)	(a) To re-elect Mr. CHAN Kai Fung as an Executive Director of the Company.	1,150,665,534 (99.9734%)	306,000 (0.0266%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(b) To re-elect Mr. CHAN Wing Shing, Wilson as an Executive Director of the Company.	1,150,665,534 (99.9734%)	306,000 (0.0266%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
	(c) To re-elect Mr. Yu Yun Kong as an Independent Non-executive Director of the Company.	1,150,703,434 (99.9767%)	268,100 (0.0233%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
3(ii)	To authorize the Board of Directors to fix the remuneration of Directors.	1,150,967,534 (99.9997%)	4,000 (0.0003%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
4	To re-appoint KPMG as the auditor of the Company and authorize the Board of Directors to fix their remuneration.	1,150,971,534 (100.0000%)	0 (0.0000%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
5(A)	To grant a general mandate to the Board of Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.	1,134,930,492 (98.6063%)	16,041,042 (1.3937%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
5(B)	To grant a general mandate to the Board of Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company.	1,150,971,534 (100.0000%)	0 (0.0000%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

5(C)	To extend the general mandate to allot shares by adding the aggregate nominal amount of shares repurchased by the Company.	1,134,930,492 (98.6063%)	16,041,042 (1.3937%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
6	To approve the increase in authorised share capital.	1,141,413,526 (99.1701%)	9,552,004 (0.8299%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

Shareholders may refer to the circular of the Company (the “**Circular**”) dated 9 July 2015 for details of the above resolutions. The Circular may be viewed and downloaded from the website of the Company at www.bsgroup.com.hk or the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board of
Bright Smart Securities & Commodities Group Limited
Chan Kai Fung
Executive Director and Chief Executive Officer

Hong Kong, 10 August 2015

As at the date of this announcement, the Board comprises Messrs. Yip Mow Lum (Chairman), Chan Kai Fung (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*