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ITE (HOLDINGS) LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8092)

RESULTS OF ANNUAL GENERAL MEETING HELD ON 8 AUGUST 2016, RETIREMENT OF DIRECTOR AND LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION

Reference is made to the circular of ITE (Holdings) Limited (the “Company”) dated 28 June 2016 (the “Circular”) and all resolutions proposed in the notice of the annual general meeting of the Company (the “AGM”) (the “AGM Notice”) which was circulated to the Shareholders on 28 June 2016. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular and the AGM Notice.

The board of directors of the Company (the “Board”) is pleased to announce the poll results in respect of the resolutions proposed at the AGM held on 8 August 2016 as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (“Directors”) and auditors of the Company for the year ended 31 March 2016	389,862,348 (100%)	0 (0%)
2.	To re-elect Mr. Wong Wang Fat, Andrew as Independent Non-executive Director	389,862,348 (100%)	0 (0%)
3.	To re-elect Mr. George Roger Manho as Executive Director	1,760,000 (0.45%)	388,102,348 (99.55%)
4.	To re-elect Dr. Lee Peng Fei, Allen as Independent Non-executive Director	389,862,348 (100%)	0 (0%)
5.	To authorize the Board to fix the remuneration of Directors	389,862,348 (100%)	0 (0%)
6.	To re-appoint auditors for the ensuing year and authorize the Board to fix their remuneration	389,862,348 (100%)	0 (0%)
7.	To give a general mandate to the Board to issue new shares	389,862,348 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
8.	To give a general mandate to the Board to repurchase shares	389,862,348 (100%)	0 (0%)
9.	To give a general mandate to the Board to issue new shares on shares repurchased	389,862,348 (100%)	0 (0%)

As more than half of the votes were cast in favour of ordinary resolutions numbered 1, 2 and 4 to 9, these resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As less than half of the votes were cast in favour of ordinary resolution numbered 3, this resolution was not passed as ordinary resolutions of the Company at the AGM.

As at the date of AGM, the total number of issued shares of the Company was 927,356,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. No Shareholder was required to abstain from voting on any of the resolutions of the AGM. A total of 389,862,348 Shares were held by the Shareholders who attended and voted for or against the resolutions at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions at the AGM.

Ms. Wong Man Kay, a Certified Public Accountant, was appointed as scrutineer for the poll at the AGM.

RETIREMENT OF DIRECTOR

As indicated above, resolution numbered 3 regarding the re-election of Mr. George Roger Manho as an executive director of the Company was not passed at the AGM since less than half of the votes were cast for such resolution. Accordingly, Mr. George Roger Manho has retired by rotation as a director of the Company with effect from 8 August 2016 in accordance with the memorandum and articles of association of the Company.

The Board does not aware of any disagreement between Mr. George Roger Manho and the Board nor any matters relating to the retirement of Mr. George Roger Manho that need to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude to Mr. George Roger Manho for his contribution made to the Company during his tenure of office.

LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION

The members of the Board with effect from 8 August 2016 are set out below:

Executive Directors

Mr. Lau Hon Kwong, Vincent (*Chairman & Chief Executive Officer*)

Mr. Cheng Kwok Hung

Mr. Liu Hoi Wah

Independent Non-executive Directors

Dr. Lee Peng Fei, Allen
Mr. Kam Hau Choi, Anthony
Mr. Wong Wang Fat, Andrew

The Board has set up three committees. The table below provides membership information of these three committees.

Audit Committee

Dr. Lee Peng Fei, Allen (*Committee Chairman*)
Mr. Kam Hau Choi, Anthony
Mr. Wong Wang Fat, Andrew

Remuneration Committee

Dr. Lee Peng Fei, Allen (*Committee Chairman*)
Mr. Kam Hau Choi, Anthony
Mr. Wong Wang Fat, Andrew
Mr. Lau Hon Kwong, Vincent

Nomination Committee

Dr. Lee Peng Fei, Allen (*Committee Chairman*)
Mr. Kam Hau Choi, Anthony
Mr. Wong Wang Fat, Andrew
Mr. Lau Hon Kwong, Vincent

By order of the Board
ITE (Holdings) Limited
Yeung Yuen Chun Mona
Company Secretary

Hong Kong, 8 August 2016

The Board as of the date of this announcement comprises Mr. Lau Hon Kwong Vincent, Mr. Cheng Kwok Hung and Mr. Liu Hoi Wah as executive Directors; Dr. Lee Peng Fei Allen, Mr. Kam Hau Choi Anthony and Mr. Wong Wang Fat Andrew as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

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