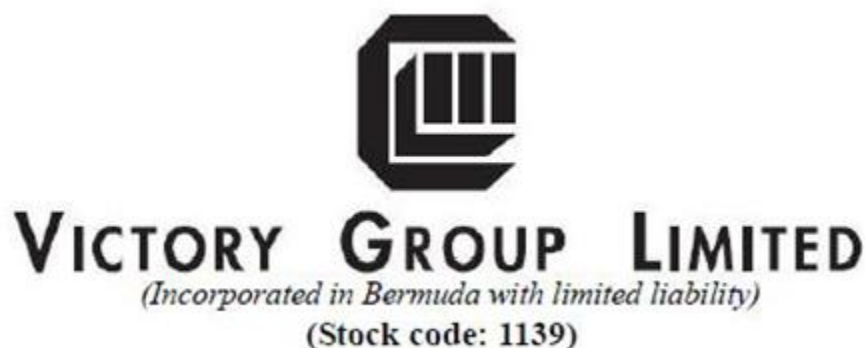


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POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 MAY 2014

The Board is pleased to announce that the ordinary resolutions proposed at the AGM held on 26 May 2014 were duly passed by the Shareholders by way of poll.

Reference is made to the circular of Victory Group Limited (the “**Company**”) dated 11 April 2014 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the ordinary resolutions proposed at the AGM held on 26 May 2014 were duly passed by the Shareholders by way of poll. Details of the poll results of the resolutions proposed at the AGM were as follows:

Ordinary Resolution		Number of shares voted (approximate % of votes cast)	
		For	Against
1.	To receive, consider and adopt the audited financial statements and the reports of the directors and of the auditor for the year ended 31 December 2013.	330,354,602 (100.000%)	0 (0.000%)
2.	(i) To re-elect Mr. Ip Ka Keung as a director.	330,354,602 (100.000%)	0 (0.000%)
	(ii) To re-elect Dr. Lam King Hang as a director.	330,354,602 (100.000%)	0 (0.000%)
	(iii) To authorise the Board to fix the directors’ remuneration.	330,354,602 (100.000%)	0 (0.000%)
3.	To re-appoint ZHONGLEI (HK) CPA Company Limited as auditor and to authorise the Board to fix their remuneration.	330,354,602 (100.000%)	0 (0.000%)

4.	To give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital.	330,350,162 (99.999%)	4,440 (0.001%)
5.	To give a general mandate to the directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the existing issued share capital.	330,354,602 (100.000%)	0 (0.000%)
6.	To extend the general mandate granted to the directors to issue shares by the number of shares repurchased.	330,350,162 (99.999%)	4,440 (0.001%)
7.	To approve and adopt the New Share Option Scheme.	330,354,602 (100.000%)	0 (0.000%)

The total number of shares entitling the shareholders of the Company to attend and vote on the Resolutions was 859,146,438 Shares, which was the total number of shares of the Company in issue as at the date of the AGM. There were no shares of the Company entitling the holders to attend and abstain from voting in favour as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no shareholders of the Company were required under the Listing Rules to abstain from voting at the AGM. No parties have indicated in the circular containing the notice of AGM that they intend to vote against or to abstain from voting on any resolutions at the AGM.

As more than half of the votes were cast in favour of the resolutions proposed at the AGM, the resolutions were duly passed as ordinary resolutions of the Company at the AGM.

Tricor Tengis Limited, the Company’s branch share registrar, acted as the scrutineer for the vote taking at the AGM.

By order of the Board
Victory Group Limited
Chan Chun Choi
Chairman and Managing Director

Hong Kong, 26 May 2014

As at the date of this announcement, the Board comprises Mr. Chan Chun Choi, Mr. Chan Kingsley Chiu Yin, Ms. Lo So Wa Lucy (formerly known as Ms. Lu Su Hua) as executive directors; Mr. Cheung Man Fu, Mr. Ip Ka Keung and Dr. Lam King Hang as independent non-executive directors.