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CL GROUP (HOLDINGS) LIMITED

昌利（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8098)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all the proposed resolutions as set out in the notice of AGM dated 30 June 2017 were duly passed by the Shareholders at the AGM held on 2 August 2017.

Reference is made to the circular incorporating notice of annual general meeting dated 30 June 2017 (the “Notice of AGM”) of CL Group (Holdings) Limited. Unless otherwise defined herein, terms used herein shall have the same meaning as defined in the Notice of AGM.

The Board is pleased to announce that all the proposed resolutions as set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 2 August 2017.

The scrutineer of the AGM was Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company.

As at the date of the AGM, the total number of issued shares was 2,200,000,000 shares which represented the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. The total number of shares entitling the holders to attend and vote only against all the resolutions was Nil. No Shareholder is required to abstain from voting on any of the resolutions at the AGM. No person has indicated that it/he/she intends to vote against or to abstain from voting on any of the resolutions at the AGM.

Details of the poll results in respect of the resolutions proposed at the AGM are as follows:

| ORDINARY RESOLUTIONS | | NUMBER OF SHARES % | | Total number of votes |
|----------------------|---|-----------------------|---------|--------------------------|
| | | For | Against | |
| 1. | To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “Directors”) and the auditors of the Company for the year ended 31 March 2017. | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| 2. | To declare a final dividend | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| 3. | (A) (i) To re-elect Mr. Kwok Kin Chung as executive Director; | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| | (ii) To re-elect Mr. Lau Kin Hon as executive Director; | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| | (iii) To re-elect Ms. Yu Linda as executive Director; | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| | (iv) To re-election Mr. Poon Wing Chuen as independent non-executive Director; | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| | (B) To authorise the board of Directors to fix the Directors’ remuneration. | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| 4. | To re-appoint HLM CPA Limited as auditors of the Company and to authorise the Board to fix their remuneration. | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| 5. | To grant a general mandate to the Directors to issue new shares of the Company. | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| 6. | To grant a general mandate to the Directors to repurchase shares of the Company. | 1,500,060,315 100% | 0 0% | 1,500,060,315 |
| 7. | To add the nominal amount of the shares repurchased by the Company to the mandate granted to the Directors under resolution no. 5. | 1,500,060,315 100% | 0 0% | 1,500,060,315 |

Please refer to the Notice of AGM for the full version of the above resolutions.

By Order of the Board
CL Group (Holdings) Limited
Kwok Kin Chung
Executive Director

Hong Kong, 2 August 2017

The Directors of the Company as at the date of this announcement are:-

Non-executive Director:

Mr. Alexis Ventouras (Chairman)

Executive Directors:

Mr. Kwok Kin Chung (Chief Executive Officer)

Mr. Lau Kin Hon

Ms. Yu Linda

Independent non-executive Directors:

Mr. Au-Yeung Tai Hong Rorce

Mr. Poon Wing Chuen

Mr. Chiu Wai Keung

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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.

This announcement will appear on the GEM website (www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.cheongleesec.com.hk.