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## MERRY GARDEN HOLDINGS LIMITED

### 美麗家園控股有限公司

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

**(Stock code: 1237)**

## POLL RESULTS OF THE ANNUAL GENERAL MEETING

References are made to the announcement of Merry Garden Holdings Limited (the “**Company**”) dated 24 March 2014 and the circular of the Company dated 10 April 2014 (the “**Circular**”). Capitalised terms shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed resolutions (the “**Resolutions**”) as set out in the notice of Annual General Meeting were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 15 May 2014.

### POLL RESULTS

The poll results in respect of the Resolutions are as follows:

Ordinary resolutions		Number of votes (Approximate %)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2013	441,903,200 (100.00%)	0 (0.00%)
2.	To declare a final dividend for the year ended 31 December 2013	441,903,200 (100.00%)	0 (0.00%)
3.	(a) To re-elect Ms. Xie Qingmei as Director	441,903,200 (100.00%)	0 (0.00%)
	(b) To re-elect Prof. Jin Zhongwei as Director	441,903,200 (100.00%)	0 (0.00%)
	(c) To re-elect Prof. Su Wenqiang as Director	441,903,200 (100.00%)	0 (0.00%)
	(d) To authorize the Board to fix the respective Directors’ remuneration	441,903,200 (100.00%)	0 (0.00%)

Ordinary resolutions		Number of votes (Approximate %)	
		For	Against
4.	To re-appoint KPMG as auditors and to authorise the Board to fix their remuneration	441,903,200 (100.00%)	0 (0.00%)
5.	To grant the Share Repurchase Mandate to the Directors	441,903,200 (100.00%)	0 (0.00%)
6.	To grant the Issuance Mandate to the Directors	440,293,200 (99.64%)	1,610,000 (0.36%)
7.	To extend the Issuance Mandate by adding thereto the aggregate nominal amount of Shares repurchased by the Company pursuant to the Share Repurchase Mandate	440,293,200 (99.64%)	1,610,000 (0.36%)

As more than 50% of the votes were cast in favour of the Resolutions, all the Resolutions were duly passed at the Annual General Meeting.

As at the date of the Annual General Meeting, the issued share capital of the Company comprised 1,000,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all Resolutions. Shareholders present at the Annual General Meeting holding an aggregate of 441,903,200 Shares, representing approximately 44.19% of the total number of Shares in issue, voted either in person, by their duly authorised representatives or by proxy at the Annual General Meeting. There were no restrictions on any Shareholders to cast votes on any of the Resolutions at the Annual General Meeting.

Computershare Hong Kong Investor Services Limited, the Hong Kong share registrar of the Company, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking.

By order of the board of  
**Merry Garden Holdings Limited**  
**Wu Zheyuan**  
*Chairman*

Hong Kong, 15 May 2014

*As at the date of this announcement, the executive Directors are Mr. Wu Zheyuan, Mr. Wu Qingshan and Ms. Xie Qingmei, the non-executive Director is Mr. Wu Dongping, and the independent non-executive Directors are Mr. Lam Hin Chi, Prof. Jin Zhongwei and Prof. Su Wenqiang.*