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DICKSON CONCEPTS (INTERNATIONAL) LIMITED

迪生創建(國際)有限公司\*

(incorporated in Bermuda with limited liability)

(Stock Code: 0113)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 24TH JULY, 2014,  
RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND CESSATION OF MEMBER OF AUDIT COMMITTEE  
AND  
LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24TH JULY,  
2014**

The board of directors (“the Board”) of Dickson Concepts (International) Limited (“the Company”) is pleased to announce that at the annual general meeting of the shareholders of the Company (“the AGM”) held on Thursday, 24th July, 2014, all the proposed resolutions as set out in the notice of the AGM dated 24th June, 2014, which were voted on by poll as demanded by the Chairman of the AGM, were duly passed by the shareholders.

As at the date of the AGM, the total number of issued shares of the Company was 381,463,034 ordinary shares of HK\$0.30 each (“the Shares”), which was the total number of Shares entitling the holders thereof to attend and vote for or against all the resolutions proposed at the AGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour at the AGM pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“the Listing Rules”) and none of the shareholders are required under the Listing Rules to abstain from voting at the AGM.

Tricor Tengis Limited, the Company’s Hong Kong Branch Registrar, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results in respect of the resolutions were as follows :-

Ordinary Resolutions		Number of Votes (%)		Passed by shareholders
		For	Against	
1.	To receive and consider the Reports of the Directors and the Independent Auditor and the Statement of Accounts for the year ended 31st March, 2014	238,960,445 (100.00%)	0 (0.00%)	Yes
2.	To approve the payment of the final dividend with an option for scrip dividend	238,960,445 (100.00%)	0 (0.00%)	Yes
3(a)(i).	To re-elect Mr. Dickson Poon as Director of the Company	229,339,415 (95.97%)	9,621,030 (4.03%)	Yes
3(a)(ii).	To re-elect Mr. Bhanusak Asvaintra as Director of the Company	238,937,190 (99.99%)	23,255 (0.01%)	Yes
3(a)(iii).	To re-elect Mr. Tsang Chi Kin as Director of the Company	220,194,212 (92.15%)	18,766,233 (7.85%)	Yes
3(a)(iv).	To re-elect Mr. Leung Kai Hung, Michael as Director of the Company	238,937,190 (99.99%)	23,255 (0.01%)	Yes
3(b).	To fix the Directors' fees	238,960,445 (100.00%)	0 (0.00%)	Yes
4.	To re-appoint Messrs. KPMG as the Independent Auditor of the Company and to authorise the Directors to fix their remuneration	238,960,445 (100.00%)	0 (0.00%)	Yes
5.	To grant a general mandate to the Directors to allot and issue additional shares in the share capital of the Company	176,287,157 (73.77%)	62,673,288 (26.23%)	Yes
6.	To grant a general mandate to the Directors to repurchase issued shares in the share capital of the Company	238,960,445 (100.00%)	0 (0.00%)	Yes
7.	To extend the general mandate granted to the Directors to allot and issue additional shares in the share capital of the Company by the amount of shares repurchased	176,610,412 (73.91%)	62,350,033 (26.09%)	Yes

As (i) all the votes were cast in favour of each of the above resolutions nos. 1, 2, 3(b), 4 and 6 by the shareholders, all such resolutions were each duly passed unanimously as an ordinary resolution; and (ii) a majority of more than half of the votes were cast in favour of each of the above resolutions nos. 3(a)(i), 3(a)(ii), 3(a)(iii), 3(a)(iv), 5 and 7 by the shareholders, all such resolutions were each duly passed as an ordinary resolution.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CESSATION OF MEMBER OF AUDIT COMMITTEE**

The Board further announces that Mr. Christopher Patrick Langley, OBE, an Independent Non-Executive Director (“INED”), retired by rotation at the AGM and did not offered himself for re-election due to his wish to reduce his business activities in Hong Kong and to spend more time with his family. Accordingly, Mr. Langley ceased to be an INED with effect from the conclusion of the AGM. Following this, Mr. Langley also ceased to be a member of the Audit Committee of the Company with effect from the conclusion of the AGM.

Mr. Langley has confirmed that he has no disagreement with the Board, and there are no matters concerning his retirement that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Langley for his valuable contributions and service to the Company during his tenure of office.

## **LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION**

With effect from the conclusion of the AGM, the members of the Board and the membership information of the three Board committees of the Company on which the relevant Board members serve will be as follows :-

### **EXECUTIVE DIRECTORS :-**

Dickson Poon (**Group Executive Chairman**)  
Chan Tsang Wing, Nelson (**Chief Operating Officer**)  
Chan Hon Chung, Johnny Pollux  
Lau Yu Hee, Gary  
Ng Chan Lam  
Tsang Chi Kin

### **INEDS :-**

Bhanusak Asvaintra  
Nicholas Peter Etches  
Leung Kai Hung, Michael

### **AUDIT COMMITTEE :-**

Nicholas Peter Etches (**Chairman**)  
Bhanusak Asvaintra  
Leung Kai Hung, Michael

### **NOMINATION COMMITTEE :-**

Dickson Poon (**Chairman**)  
Bhanusak Asvaintra  
Nicholas Peter Etches

### **REMUNERATION COMMITTEE :-**

Bhanusak Asvaintra (**Chairman**)  
Chan Tsang Wing, Nelson  
Nicholas Peter Etches

As at the date of this announcement, the Board comprises :-

***Executive Directors:***

Dickson Poon (*Group Executive Chairman*)

Chan Tsang Wing, Nelson

(*Chief Operating Officer*)

Chan Hon Chung, Johnny Pollux

Lau Yu Hee, Gary

Ng Chan Lam

Tsang Chi Kin

***INEDS:***

Bhanusak Asvaintra

Nicholas Peter Etches

Leung Kai Hung, Michael

By Order of the Board

**Or Suk Ying, Stella**

*Company Secretary*

Hong Kong, 24th July, 2014

*\* For identification purposes only*