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ROYAL CATERING GROUP HOLDINGS COMPANY LIMITED

皇璽餐飲集團控股有限公司

(incorporated in Cayman Islands with limited liability)

(Stock Code: 8300)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 SEPTEMBER 2017

The Board of Directors (the “**Board**”) of Royal Catering Group Holdings Company Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on Monday, 25 September 2017, all proposed resolutions (the “**Resolutions**”) set out in the notice of AGM dated 23 August 2017 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Capitalised terms used herein shall have the same meanings as defined in the Company’s circular dated 23 August 2017 (the “**Circular**”).

The Company had appointed Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, as scrutineer for the vote-taking at the AGM.

The poll results in respect of all the Resolutions at the AGM are set out as follows:

	Ordinary Resolutions	Number of votes casted (%)	
		For	Against
1.	To receive and approve the financial statements and the reports of the directors (the “ Directors ”) and the independent auditors for the year ended 31 March 2017.	1,500,104,000 (100%)	0 (0%)

	Ordinary Resolutions	Number of votes casted (%)	
		For	Against
2.	(a) To re-elect Mr. Wong Man Wai as executive Director;	1,500,104,000 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Chak To, Raymond as executive Director;	1,500,104,000 (100%)	0 (0%)
	(c) To re-elect Ms. Lam Wai Kwan as executive Director;	1,500,104,000 (100%)	0 (0%)
	(d) To re-elect Mr. Ma Yiu Ho, Peter as independent non-executive Director;	1,500,104,000 (100%)	0 (0%)
	(e) To re-elect Mr. Cheng Wing Hong as independent non-executive Director;	1,500,104,000 (100%)	0 (0%)
	(f) To re-elect Mr. Cai Chun Fai as independent non-executive Director; and	1,500,104,000 (100%)	0 (0%)
	(g) To authorise the Board to fix the remuneration of the Directors.	1,500,104,000 (100%)	0 (0%)
3.	To re-appoint HLB Hodgson Impey Cheng Limited as independent auditors of the Company and to authorise the Board to fix their remuneration.	1,500,104,000 (100%)	0 (0%)
4.	To grant to the Directors a general mandate to allot, issue and otherwise deal with the shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of passing of this resolution. (ordinary resolution no.4(A) of the Notice).	1,500,104,000 (100%)	0 (0%)
5.	To grant to the Directors a general mandate to exercise the power of the Company to repurchase its own shares not exceeding 10% of the total number of shares of the Company in issue as at the date of passing of this resolution (ordinary resolution no.4(B) of the Notice).	1,500,104,000 (100%)	0 (0%)
6.	To extend, conditional upon the ordinary resolution nos. 4A and 4B of the Notice being duly passed, the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of shares repurchased by the Company (ordinary resolution no.4(C) of the Notice).	1,500,104,000 (100%)	0 (0%)

The description of the Resolutions above is by way of summary only. The full text appears in the Notice.

As more than 50% of the votes were cast in favour of each of the above Resolutions, all of them were duly passed as ordinary resolutions by the Shareholders of the Company.

GENERAL

As at the date of the AGM, there were a total of 2,202,800,000 issued shares of the Company entitling the holders to attend and vote for or against all the Resolutions at the AGM. There was no shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), and there were no shares requiring the holders to abstain from voting on the Resolutions at the AGM. No shareholder was required to abstain from voting at the AGM under the GEM Listing Rules. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM.

By order of the Board
Royal Catering Group Holdings Company Limited
Wong Man Wai
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 25 September 2017

As at the date of this announcement, the executive Directors are Mr. Wong Man Wai, Mr. Chan Chak To Raymond and Ms. Lam Wai Kwan; and the independent non-executive Directors are Mr. Ma Yiu Ho Peter, Mr. Cheng Wing Hong and Mr. Cai Chun Fai.

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 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 remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.hkrcg.com.