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ITC CORPORATION LIMITED

德祥企業集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 372)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all Resolutions proposed at the AGM held on 17 August 2016 were duly passed by the Shareholders by way of poll.

POLL RESULTS OF THE AGM

The board of directors (the “Board”) of ITC Corporation Limited (the “Company”) is pleased to announce the poll results in respect of the resolutions (the “Resolution(s)”) proposed at the annual general meeting of the Company (the “AGM”) held on 17 August 2016 as set out in the notice of the AGM dated 14 July 2016 (the “Notice”) as follows:

Ordinary Resolutions ^(Note)		Number of votes (approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors of the Company and the independent auditor of the Company for the year ended 31 March 2016.	1,235,553,450 (100%)	0 (0%)
2.	To declare the final dividend of HK\$0.03 per share of HK\$0.01 each of the Company (the “Shares(s)”) for the year ended 31 March 2016 (with an option for scrip dividend).	1,229,547,357 (99.5139%)	6,006,093 (0.4861%)
3.	(A) (i) To re-elect Ms. Chau Mei Wah, Rosanna as a director of the Company (the “Director”).	1,235,190,661 (99.9708%)	360,639 (0.0292%)
	(A) (ii) To re-elect Mr. Chan Fut Yan as a Director.	1,235,551,300 (100%)	0 (0%)
	(A) (iii) To re-elect Mr. Lee Kit Wah as a Director.	1,235,190,661 (99.9708%)	360,639 (0.0292%)
	(B) To fix the Directors’ remuneration.	1,235,551,300 (100%)	0 (0%)

* For identification purpose only

Ordinary Resolutions^(Note)		Number of Votes (approximate %)	
		For	Against
4.	To re-appoint the auditor of the Company and to authorise the Board to fix their remuneration.	1,235,553,450 (100%)	0 (0%)
5.	(A) To grant a general mandate to the Directors to issue Shares not exceeding 20% of the aggregate number of Shares in issue as at the date of passing this Resolution.	1,142,416,389 (92.4619%)	93,137,061 (7.5381%)
	(B) To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the aggregate number of Shares in issue as at the date of passing this Resolution.	1,235,553,450 (100%)	0 (0%)
	(C) To extend the share issue mandate granted to the Directors under Resolution 5(A) above by the aggregate number of issued Shares repurchased under Resolution 5(B) above.	1,226,686,061 (99.2823%)	8,867,389 (0.7177%)
	(D) To approve the refreshment of the 10% limit on grant of options under the share option scheme of the Company.	1,226,634,061 (99.2781%)	8,919,389 (0.7219%)

Note: The summary of the Resolutions herein is for reference only. For details, please refer to the full text of the Resolutions set out in the Notice.

The Board is pleased to announce that all Resolutions proposed at the AGM held on 17 August 2016 were duly passed by the shareholders of the Company (the “Shareholders”) as ordinary resolutions by way of poll.

As at the date of the AGM, the total number of issued Shares was 1,667,654,793 Shares, being 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 Shareholders to attend and abstain from voting in favour of the Resolutions 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 no Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM. No parties had indicated in the circular of the Company dated 14 July 2016 of their intention to vote against or abstain from voting on any of the Resolutions at the AGM.

Tricor Secretaries Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
ITC CORPORATION LIMITED
Kam Suet Fan
Company Secretary

Hong Kong, 17 August 2016

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

Executive Directors:

Dr. Chan Kwok Keung, Charles (*Chairman*)
Ms. Chau Mei Wah, Rosanna
(*Deputy Chairman and Managing Director*)
Mr. Chan Kwok Chuen, Augustine
Mr. Chan Fut Yan
Mr. Chan Yiu Lun, Alan

Independent non-executive Directors:

Mr. Chuck, Winston Calptor
Mr. Lee Kit Wah
Hon. Shek Lai Him, Abraham, *GBS, JP*