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DLC ASIA

DLC Asia Limited

衍匯亞洲有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8210)

**POLL RESULTS OF
THE ANNUAL GENERAL MEETING HELD ON 26 AUGUST 2019**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 26 August 2019 were duly passed.

The board of directors (the “**Board**”) of DLC Asia Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 26 August 2019 (the “**AGM**”) were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditor of the Company for the year ended 31 March 2019.	496,040,050 (100%)	0 (0%)
2.	To re-elect Mr. Lau Ming Yeung, Lambert as an executive director of the Company.	496,040,050 (100%)	0 (0%)
3.	To re-elect Mr. Choi Man Ho as an executive director of the Company.	496,040,050 (100%)	0 (0%)
4.	To re-elect Mr. Ng Yu Fai as an executive director of the Company.	496,040,050 (100%)	0 (0%)

* For identification purposes only

Ordinary Resolutions		Number of Votes (%) ^{(Note (a))}	
		For	Against
5.	To authorize the Board to fix the respective directors' remuneration.	496,040,050 (100%)	0 (0%)
6.	To re-appoint SHINEWING (HK) CPA Limited as auditor of the Company and to authorize the Board to fix the auditor's remuneration.	496,040,050 (100%)	0 (0%)
7.	To give a general mandate to the directors of the Company to purchase the Company's shares not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution (the " Repurchase Mandate ").	496,040,050 (100%)	0 (0%)
8.	To give a general mandate to the directors of the Company to issue, allot and deal with authorized and unissued 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 (the " Issue Mandate ").	496,040,050 (100%)	0 (0%)
9.	Conditional upon the passing of resolutions nos. 7 and 8, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with authorized and unissued shares in the capital of the Company by the aggregate number of shares repurchased by the Company under the Repurchase Mandate.	496,040,050 (100%)	0 (0%)

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all the votes were cast in favour of each of the resolutions nos. 1 to 9, all such ordinary resolutions were duly passed.
- (c) The total number of shares of the Company in issue as at the date of AGM: 800,000,000 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 800,000,000 shares.
- (e) The total number of shares of the Company entitling the holder 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 GEM of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**"): Nil.

- (f) The total number of shares of the Company that are required under the GEM Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Company's circular dated 21 June 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
DLC Asia Limited
Lau Ming Yeung, Lambert
Chairman

Hong Kong, 26 August 2019

As at the date of this announcement, the executive directors of the Company are Mr. Lau Ming Yeung, Lambert, Mr. Choi Man Ho, Mr. Lee Tik Man, Dick, Mr. Fung Wai Yip, Patrick and Mr. Ng Yu Fai; the non-executive director of the Company is Mr. Yu Kwok Tung; and the independent non-executive directors of the Company are Mr. Voon David Hian-fook, Mr. Or Kevin and Mr. Wu Ping Lam Michael David.

This announcement, for which the directors of the Company 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 of the Company, 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 Company Announcements" page of the GEM website at "www.hkgem.com" for at least seven days from the date of its publication and on the Company's website at "www.derivaasia.com".