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U BANQUET GROUP HOLDING LIMITED
譽宴集團控股有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 1483)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 16 JULY 2018

The Board is pleased to announce that at the EGM held on Monday, 16 July 2018, the Resolutions as set out in the Notice of EGM were duly passed by the Shareholders by way of poll.

Reference is made to the circular (the "**Circular**") and the notice of extraordinary general meeting ("**Notice of EGM**") of U Banquet Group Holding Limited (the "**Company**") both dated 15 June 2018 and the announcement of the Company dated 20 June 2018 (the "**Announcement**") in relation to, among others, (i) the major transaction relating to the acquisition of environmental maintenance business, and (ii) the Subscription of new Shares under Specific Mandate. Capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice of EGM unless defined otherwise herein.

The Board is pleased to announce that at the EGM held on Monday, 16 July 2018, the resolutions as set out in the Notice of EGM (the "**Resolutions**") were duly passed by the Shareholders by way of poll.

Union Registrars Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the EGM.

As at the date of the EGM, the total number of issued Shares was 558,000,000 Shares, which was also the total number of Shares entitling the holders to attend and vote for or against Resolution No. 1 at the EGM.

As disclosed in the Announcement, Shareholders acting or presumed to be acting in concert with the Subscriber in relation to the resolution proposed for approving the Subscription and the grant of Specific Mandate are required to abstain from voting on Resolution No. 2 at the EGM. As disclosed in the Circular, upon completion of the Subscription, the Subscriber (or its nominee(s)) will be presumed to be acting in concert with Mr. Sang Kangqiao under class (1) of the definition of "acting in concert" under the Takeovers Code. Therefore, Mr. Sang Kangqiao and his concert parties, namely Mr. Xu Wenze and Mr. Cui Peng, who are together holding an aggregate of 293,752,000 Shares as at the date of the EGM, are required to abstain from voting in relation to the proposed Subscription and the grant of Specific Mandate. As such, the total number of Shares entitling the Shareholders to attend and vote on Resolution No. 2 at the EGM are 264,248,000 Shares. Each of Mr. Sang Kangqiao, Mr. Xu Wenze and Mr. Cui Peng are executive Directors of the Company.

Save as disclosed above, none of the Shareholders was required to abstain from voting on the Resolutions at the EGM, none of Shareholders was entitled to attend but was required to abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules, and no other Shareholders had indicated in the Circular of his/her/its intention to vote against or to abstain from voting on the Resolutions at the EGM.

The poll results in respect of each of the Resolutions were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES *(%)*	
		FOR	**AGAINST**
1.	**THE ACQUISITION** "**That** (a) the stock purchase agreement dated 9 February 2018 (the "**Stock Purchase Agreement**") and the supplemental agreements to the Stock Purchase Agreement dated 29 May 2018 and 12 June 2018 respectively (the "**Acquisition Supplemental Agreements**"), (a copy of which is marked "A" and "B" respectively and both initialed by the chairman of the meeting for the purpose of identification) entered into between Wild South Limited, a wholly owned subsidiary of the Company, as purchaser and Mr. Wan Zhong（萬忠）as vendor with respect to the acquisition of 51% of the entire issued share capital of BYL Property Holdings Group Limited（寶潤來置業控股集團有限公司）for a maximum consideration of RMB132,600,000 and all the transactions contemplated thereunder be and are hereby approved, confirmed and/or ratified (as the case may be); and (b) any one of the directors of the Company (the "**Directors**") be and is hereby authorized to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Stock Purchase Agreement, the Acquisition Supplemental Agreements and the transactions contemplated thereunder."	394,123,511 (100%)	0 (0%)

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)	
		FOR	AGAINST
2.	**THE SUBSCRIPTION** "**That** (a) the subscription agreement dated 15 March 2018 (the "**Subscription Agreement**") and the supplemental agreement to the Subscription Agreement dated 29 May 2018 (the "**Subscription Supplemental Agreement**") entered into between the Company and CASIC Investment Fund Management (Beijing) Limited Company*（航天科工投資基金管理（北京）有限公司）(the "**Subscriber**") (a copy of which is marked "C" and "D" respectively and both initialed by the chairman of the meeting for the purpose of identification) in relation to the subscription of 180,000,000 new shares of the Company (the "**Subscription Shares**") by the Subscriber at the subscription price of HK$1.80 per Subscription Share and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; (b) conditional upon Stock Exchange granting the listing of and permission to deal in the Subscription Shares on the Stock Exchange, the Directors be and are hereby granted a specific mandate to issue and allot the Subscription Shares in accordance with the terms of the Subscription Agreement and the Subscription Supplemental Agreement, provided that this specific mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates which may from time to time be granted to the Directors prior to the passing of this resolution; and	100,371,511 (100%)	0 (0%)

ORDINARY RESOLUTIONS		NUMBER OF VOTES (%)	
		FOR	AGAINST
	(c) any one of the Directors be and is hereby authorised to take any action and execute such other documents as he/she considers necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Subscription Agreement, the Subscription Supplemental Agreement and the transactions contemplated thereunder, including, without limitation, the allotment and issue of the Subscription Shares."		

As more than 50% of the votes were cast in favour of each of the Resolutions, the Resolutions were duly passed as Ordinary Resolutions.

CHANGES TO THE SHAREHOLDING AS A RESULT OF THE SUBSCRIPTION

Set out below is the shareholding structure of the Company (i) as at the date of the EGM; and (ii) immediately after completion of the Subscription:

Name of Shareholders	As at the date of the EGM		Immediately after completion of the Subscription	
	No. of Shares	*%*	*No. of Shares*	*%*
Mr. Sang Kangqiao *(note 1)*	188,752,000	33.82	188,752,000	25.57
Mr. Xu Wenze *(note 2)*	100,000,000	17.92	100,000,000	13.55
Mr. Cui Peng *(note 2)*	5,000,000	0.90	5,000,000	0.68
The Subscriber (or its nominees) *(notes 3 and 4)*	–	–	180,000,000	24.39
Public Shareholders	264,248,000	47.36	264,248,000	35.81
Total	558,000,000	100.00	738,000,000	100.0

Notes:

1. Mr. Sang Kangqiao is an executive Director of the Company and the chairman of the Board.

2. Each of Mr. Xu Wenze and Mr. Cui Peng is an executive Director of the Company.

3. The Subscriber and its nominee(s) (and, where relevant, their ultimate beneficial owners) are Independent Third Parties.

4. As at the date of the EGM, the Subscriber, its concert part(ies)/nominee(s) are Independent Third Parties, and do not hold, control or direct any voting rights and rights over Shares in the Company in respect of the securities of the Company (other than those pursuant to the Subscription Agreement). The Subscriber, its concert part(ies)/nominee(s) are also independent of and not acting in concert (as defined under the Takeovers Code) with any of the controlling shareholders of the Company, namely Mr. Sang Kangqiao, Mr. Xu Wenze and Mr. Cui Peng.

5. After completion of the Subscription, the Subscriber (or its nominee(s)) will be presumed to be acting in concert with Mr. Sang Kangqiao under class (1) of the definition of "acting in concert" under the Takeovers Code. An application had been made by the Company to the Executive Director of the Corporate Finance Division of the Securities and Futures Commission to rebut the presumed concert party relationship between Mr. Sang Kangqiao on the one hand and the Subscriber on the other hand that may arise under the Takeovers Code as a result of the completion of the Subscription Agreement.

By order of the Board of
U Banquet Group Holding Limited
Chairman and Executive Director
Sang Kangqiao

Hong Kong, 16 July 2018

As at the date of this announcement, the executive Directors are Mr. Sang Kangqiao, Mr. Xu Wenze and Mr. Cui Peng, and the independent non-executive Directors are Mr. Xu Zhihao, Mr. Lam Ka Tak and Ms. Liu Yan.

* *For identification purpose only*