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# 天虹紡織集團有限公司 TEXHONG TEXTILE GROUP LIMITED

*(incorporated in the Cayman Islands with limited liability)*

**(stock code: 2678)**

## **(1) VOTING RESULTS OF RESOLUTIONS PROPOSED AT ANNUAL GENERAL MEETING (2) RETIREMENT OF EXECUTIVE DIRECTOR**

The Board is pleased to announce that all ordinary resolutions proposed at the Annual General Meeting were duly passed by way of poll.

Mr. Gong Zhao has ceased to be an executive Director upon his retirement by rotation from the Board at the Annual General Meeting.

Reference is made to the circular (“**Circular**”) of Texhong Textile Group Limited (“**Company**”) dated 7 March 2014. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

### **(1) VOTING RESULTS OF THE ANNUAL GENERAL MEETING**

Pursuant to Rule 13.39(5) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the board (“**Board**”) of directors of the Company is pleased to announce that the following ordinary resolutions (“**Resolutions**”) were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 7 April 2014:

Resolutions		Number of votes (%)	
		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and the auditors of the Company for the year ended 31 December 2013	671,146,296 shares (100.0000%)	0 share (0.0000%)
2.	To declare a final dividend for the year ended 31 December 2013 of HK\$0.28 per share of HK\$0.10 each in the capital of the Company	671,146,296 shares (100.0000%)	0 share (0.0000%)

Resolutions		Number of votes (%)	
		FOR	AGAINST
3.	(a) To re-elect Mr. Ting Leung Huel, Stephen as a director of the Company	663,195,805 shares (98.8154%)	7,950,491 shares (1.1846%)
	(b) To re-elect Ms. Tao Xiaoming as a director of the Company	671,146,296 shares (100.0000%)	0 share (0.0000%)
	(c) To re-elect Professor Cheng Longdi as a director of the Company	671,146,296 shares (100.0000%)	0 share (0.0000%)
	(d) To authorise the board of directors of the Company to fix the directors' remuneration	671,146,296 shares (100.0000%)	0 share (0.0000%)
4.	To appoint the Company's auditors and to authorise the board of directors of the Company to fix their remuneration	670,698,296 shares (99.9332%)	448,000 shares (0.0668%)
5.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the Company's shares	649,802,405 shares (96.8198%)	21,343,891 shares (3.1802%)
6.	To grant a general mandate to the directors of the Company to purchase the Company's shares	671,146,296 shares (100.0000%)	0 share (0.0000%)
7.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under resolution no. 5	650,121,405 shares (96.8673%)	21,024,891 shares (3.1327%)
8.	To terminate the existing share option scheme and adopt the new share option scheme	656,955,805 shares (97.8897%)	14,162,491 shares (2.1103%)

As at the date of the Annual General Meeting, the total issued share capital of the Company was HK\$88,468,117.30 divided into 884,681,173 ordinary shares of HK\$0.10 each (“**Shares**”) in the capital of the Company. The total number of Shares entitling the Shareholders to attend and vote for or against any of the Resolutions at the Annual General Meeting was 884,681,173, representing 100% of the total issued share capital of the Company as at the date of the Annual General Meeting. There was no Share entitling the Shareholders to attend and vote only against any of the Resolutions at the Annual General Meeting.

The Company's branch share registrar, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer at the Annual General Meeting for the vote-taking.

## **(2) RETIREMENT OF EXECUTIVE DIRECTOR**

Mr. Gong Zhao has ceased to be an executive Director upon his retirement by rotation from the Board at the Annual General Meeting as he has reached his retirement age. Mr. Gong has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of the Shareholders in respect of his retirement.

The Board would like to express gratitude to Mr. Gong for his valuable contribution to the Company during the tenure of his directorship.

By order of the Board  
**Texhong Textile Group Limited**  
**Hong Tianzhu**  
*Chairman*

Hong Kong, 7 April 2014

*As at the date of this announcement, the executive Directors are Mr. Hong Tianzhu, Mr. Zhu Yongxiang and Mr. Tang Daoping, and the independent non-executive Directors are Mr. Ting Leung Hui, Stephen, Prof. Cheng Longdi and Ms. Tao Xiaoming.*