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ALLIED GROUP LIMITED
(聯合集團有限公司)

(Incorporated in Hong Kong with limited liability)
(Stock Code: 373)

**POLL RESULTS AT THE ANNUAL GENERAL MEETING
HELD ON 7TH JUNE, 2013
AND RESIGNATION OF DIRECTOR**

At the Annual General Meeting of Allied Group Limited (the “Company”) held on 7th June, 2013 (the “AGM”), a poll was demanded by the Chairman of the Meeting for voting on all the proposed resolutions as set out in the notice of the AGM dated 26th April, 2013 (the “Notice”). The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and adopt the Audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31st December, 2012.	135,590,471 (100.0000%)	0 (0.0000%)
2.	To declare a final dividend.	135,592,551 (100.0000%)	0 (0.0000%)
3.	(A) To re-elect Mr. Arthur George Dew as a Director.	135,544,551 (99.9646%)	48,000 (0.0354%)
	(B) To re-elect Mr. Edwin Lo King Yau as a Director.	135,588,551 (99.9970%)	4,000 (0.0030%)
	(C) To re-elect Ms. Lee Su Hwei as a Director.	132,353,751 (97.6114%)	3,238,800 (2.3886%)
	(D) To authorise the Board of Directors to fix the Directors’ fees.	135,592,551 (100.0000%)	0 (0.0000%)
4.	To re-appoint Deloitte Touche Tohmatsu as Auditor and authorise the Board of Directors to fix its remuneration.	135,586,471 (99.9970%)	4,000 (0.0030%)
5.	(A) To grant a general mandate to the Directors to issue securities (Ordinary Resolution No. 5(A) of the Notice) (“Securities Issue Mandate”).	132,351,671 (97.6041%)	3,248,800 (2.3959%)
	(B) To grant a general mandate to the Directors to repurchase shares (Ordinary Resolution No. 5(B) of the Notice) (“Shares Repurchase Mandate”).	135,574,458 (99.9882%)	16,013 (0.0118%)
	(C) To extend the general mandate to the Directors to issue securities (Ordinary Resolution No. 5(C) of the Notice).	132,325,658 (97.5922%)	3,264,813 (2.4078%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions by the shareholders of the Company at the AGM.

As at the date of the AGM, the total number of issued shares of the Company (the “Shares”) was 191,114,118 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM. Therefore, the Company is allowed to issue a maximum of 38,222,823 Shares under the Securities Issue Mandate and to repurchase a maximum of 19,111,411 Shares under the Shares Repurchase Mandate. There were no Shares entitling the holders to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and no shareholders of the Company or their associates were required under the Listing Rules to abstain from voting on the proposed resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM and there was no party who had stated his/her/its intention in the circular to the shareholders of the Company dated 26th April, 2013 to vote against or to abstain from voting on the proposed resolutions at the AGM.

The Company’s share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

RESIGNATION OF DIRECTOR

The board (the “Board”) of directors of the Company (the “Directors”) announces pursuant to the requirement of Rules 3.11 and 13.51(2) of the Listing Rules that Mr. Wong Po Yan (“Mr. Wong”) resigned as an independent non-executive Director of the Company and a member of each of the Audit Committee and Remuneration Committee of the Company with effect from 7th June, 2013 due to his advancing age.

Mr. Wong has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

Upon the resignation of Mr. Wong, the Board comprises a total of three executive Directors, two non-executive Directors and two independent non-executive Directors, which falls below the minimum number of independent non-executive directors required under Rule 3.10(1) of the Listing Rules and less than one-third of the Board as independent non-executive Directors as required under Rule 3.10A of the Listing Rules.

The Company will use its best endeavour to identify and appoint a suitable candidate as the independent non-executive director of the Company to meet the requirements of Rules 3.10(1) and 3.10A of the Listing Rules within the time allowed under Rule 3.11 of the Listing Rules.

The Board wishes to take this opportunity to express its gratitude and appreciation to Mr. Wong for his valuable contribution to the Company as a Director during his term of office.

On behalf of the Board of
Allied Group Limited
Edwin Lo King Yau
Executive Director

Hong Kong, 7th June, 2013

As at the date of this announcement, the board of directors of the Company comprises Messrs. Lee Seng Hui (Chief Executive), Edwin Lo King Yau and Mak Pak Hung being the Executive Directors; Mr. Arthur George Dew (Chairman) and Ms. Lee Su Hwei being the Non-Executive Directors; and Messrs. David Craig Bartlett and Alan Stephen Jones being the Independent Non-Executive Directors.