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## **NetMind Financial Holdings Limited**

**網智金控集團有限公司**

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

**(Stock Code: 985)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board of directors (the “Board”) of NetMind Financial Holdings Limited (the “Company”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 22 September 2017 (the “AGM”) were duly passed by the shareholders of the Company (the “Shareholder(s)”) by way of poll. The Company’s share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the vote-taking at the AGM.

As at the date of AGM, the total number of shares in the Company entitling the holder to attend and vote for or against all the resolutions at the AGM was 38,698,308,961 shares. There was no share in the Company entitling any Shareholder to attend and abstain from voting in favour of the 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 were required under the Listing Rules to abstain from voting at the AGM. There was no party who had stated his/her/its intention in the circular of the Company dated 24 August 2017 to vote against any resolution at the AGM or to abstain has done so at the AGM.

The poll results in respect of all the resolutions are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
<b>Ordinary Resolutions</b>			
1.	To receive and consider the audited financial statements and the reports of the directors of the Company and of the auditor of the Company for the year ended 31 March 2017.	21,980,909,284 (97.53%)	555,768,000 (2.47%)
2.	(i) To re-elect Mr. Hui Richard Rui as an executive director of the Company;	21,978,237,284 (97.52%)	558,440,000 (2.48%)
	(ii) To re-elect Mr. Kwan Kam Hung, Jimmy as an executive director of the Company;	21,978,237,284 (97.52%)	558,440,000 (2.48%)
	(iii) To re-elect Mr. Yeung Kwok Yu as an executive director of the Company;	21,978,237,284 (97.52%)	558,440,000 (2.48%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
<b>Ordinary Resolutions</b>			
2.	(iv) To re-elect Mr. Wah Wang Kei, Jackie as an executive director of the Company;	21,978,237,284 (97.52%)	558,440,000 (2.48%)
	(v) To re-elect Ms. Tong So Yuet as an independent non-executive director of the Company; and	20,936,037,919 (92.90%)	1,600,639,365 (7.10%)
	(vi) To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	21,980,909,284 (97.53%)	555,768,000 (2.47%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	22,523,365,284 (99.94%)	13,312,000 (0.06%)
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of shares of the Company in issue on the date of passing this resolution.	21,439,567,536 (95.13%)	1,097,109,748 (4.87%)
5.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of shares of the Company in issue on the date of passing this resolution.	22,526,037,284 (99.95%)	10,640,000 (0.05%)
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the capital of the Company by adding to it the number of shares repurchased by the Company.	21,496,899,536 (95.39%)	1,039,777,748 (4.61%)
<b>As more than 50% of the votes were cast in favour of each of the above resolutions, these resolutions were duly passed as ordinary resolutions.</b>			

Resolutions		Number of Votes (%)	
		For	Against
<b>Special Resolution</b>			
7.	Subject to the approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be changed to “CST Group Limited” and the dual foreign name in Chinese of the Company be changed to “中譽集團有限公司”; and authorise any one director of the Company to do all such acts and things and execute all documents and deeds that are of administrative nature only as he/she may in his/her absolute discretion consider necessary and desirable in order to effect such change of name of the Company.	22,524,885,284 (99.95%)	10,640,000 (0.05%)
<b>As more than 75% of the votes were cast in favour of above resolution, the resolution was duly passed as special resolution.</b>			

By Order of the Board  
**NetMind Financial Holdings Limited**  
**Chiu Tao**  
*Executive Director and Chairman*

Hong Kong, 22 September 2017

*As at the date of this announcement, the Board comprises (i) Mr. Chiu Tao (Chairman), Mr. Hui Richard Rui, Mr. Lee Ming Tung, Mr. Kwan Kam Hung, Jimmy, Mr. Yeung Kwok Yu, Mr. Tsui Ching Hung, Mr. Chen Weixing and Mr. Wah Wang Kei, Jackie as executive directors of the Company; and (ii) Mr. Yu Pan, Ms. Tong So Yuet, Ms. Ma Yin Fan and Mr. Leung Hoi Ying as independent non-executive directors of the Company.*