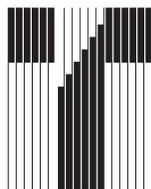


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## **TERN PROPERTIES COMPANY LIMITED**

### **太興置業有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 277)**

### **ANNOUNCEMENT**

### **RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 AUGUST 2014**

The Board is pleased to announce that all the resolutions as set out in the notice of AGM were put to the AGM for voting by poll and approved by the Shareholders.

The board of directors (the “Board”) of **TERN PROPERTIES COMPANY LIMITED** 太興置業有限公司 (“Company”) is pleased to announce that all the resolutions as set out in the notice of annual general meeting of the Company dated 7 July 2014 were put to the annual general meeting of the Company held on 6 August 2014 (the “AGM”) for voting by poll and approved by the shareholders of the Company (the “Shareholders”). The poll results of the resolutions are summarized as follows:

<b>Ordinary Resolutions</b>		<b>No. of votes cast and percentage of total no. of votes cast</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited consolidated Financial Statements, the Report of the Directors and the Independent Auditor’s Report for the year ended 31 March 2014.	171,755,096 (100%)	0 (0%)
2.	To declare a final dividend of HK3.8 cents per share for the year ended 31 March 2014.	171,755,096 (100%)	0 (0%)
3.	(a) To re-elect Mr. Chan Hoi Sow as Director.	171,755,096 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Yan Tin, Andrew as Director.	171,755,096 (100%)	0 (0%)
	(c) To re-elect Mr. Chan Kwok Wai as Director, who has served as Independent Non-Executive Director more than 9 years.	171,755,096 (100%)	0 (0%)
(d)	To authorise the Board of Directors to fix the Directors’ remuneration.	171,755,096 (100%)	0 (0%)

Ordinary Resolutions		No. of votes cast and percentage of total no. of votes cast	
		For	Against
4.	To re-appoint HLM CPA Limited as Auditor and authorise the Board of Directors to fix their remuneration.	171,755,096 (100%)	0 (0%)
5.	To give a general mandate to the Directors to buy back shares of the Company (ordinary resolution no. 5 set out in the notice of AGM).	171,755,096 (100%)	0 (0%)
6.	To give a general mandate to the Directors to issue shares of the Company (ordinary resolution no. 6 set out in the notice of AGM).	171,535,896 (99.872%)	219,200 (0.128%)
7.	To extend the general mandate to issue shares by addition thereto the shares bought back by the Company (ordinary resolution no. 7 set out in the notice of AGM).	171,535,896 (99.872%)	219,200 (0.128%)
Special Resolution		For	Against
8.	To adopt the new articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.	171,755,096 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of ordinary resolution nos. 1 to 7 and not less than 75% of the votes were cast in favour of special resolution no. 8, the resolutions proposed at the AGM were duly passed as ordinary resolutions and special resolution of the Company respectively.

As at the date of the AGM, the number of issued shares of the Company was 307,758,522 shares (the "Shares"). In relation to all the resolutions proposed at the AGM, the total number of Shares of the Company entitling the holders to attend and vote for or against all the resolutions at the AGM was 307,758,522 Shares.

There were no Shares entitling the holders 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 there were no Shareholders that were required under the Listing Rules to abstain from voting in respect of any of the resolutions at the AGM.

The share registrar of the Company, Computershare Hong Kong Investor Services Limited, acted as scrutineer for the vote-taking at the AGM.

By order of the Board  
**Chan Hoi Sow**  
*Chairman*

Hong Kong, 6 August 2014

*As at the date of this announcement, the Board comprises seven Directors, of which three are Executive Directors, namely Mr. Chan Hoi Sow, Mr. Chan Yan Tin, Andrew and Mr. Chan Siu Keung, Leonard, one is Non-Executive Director, namely Ms. Chan Yan Mei, Mary-ellen and three are Independent Non-Executive Directors, namely Mr. Chan Kwok Wai, Mr. Tse Lai Han, Henry and Mr. Leung Kui King, Donald.*