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## **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 8 JULY 2016**

Reference is made to the circular (the “Circular”) of China Opto Holdings Limited (the “Company”) dated 22 June 2016. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolution proposed at the SGM held on 8 July 2016 was duly passed by the Shareholders by way of poll.

Details of the poll results of the SGM are set out below:

<b>ORDINARY RESOLUTION</b>	<b>Number of votes (Approximate %)</b>	
	<b>For</b>	<b>Against</b>
To approve, confirm and ratify the Subscription Agreement and all the transactions contemplated thereunder; to approve the issue and allotment of the CO Subscription Shares to Win Wind; and to authorise any Directors to execute such documents and to do such acts as may be deemed in their absolute discretion to be necessary, appropriate or desirable or give full effect to or in connection with the implementation of the Subscription Agreement and the transactions contemplated thereunder	2,554,559,116 (99.97%)	658,491 (0.03%)
<b>As more than 50% of the votes were cast in favour, the above resolution was duly passed as an ordinary resolution of the Company.</b>		

Notes:

1. The full text of the ordinary resolution is set out in the notice of SGM dated 22 June 2016.
2. As at the date of the SGM, a total of 5,103,692,751 Shares were in issue. As stated in the Circular, Win Wind and its associates, who were interested in 1,792,350 Shares (representing approximately 0.04% of the existing issued Shares), were required to abstain from voting on the ordinary resolution at the SGM. As such, a total of 5,101,900,401 Shares were held by Shareholders who were entitled to attend and vote for or against the ordinary resolution.
3. Save as disclosed herein, there were no restrictions on any Shareholders to cast votes on the ordinary resolution at the SGM.
4. Tricor Secretaries Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM.

By order of the Board  
**China Opto Holdings Limited**  
**Lam How Mun Peter**  
*Chairman*

Hong Kong, 8 July 2016

As at the date of this announcement, the Board comprised the following Directors:-

*Executive Directors*

Ms. Poon Ho Yee Agnes (*Managing Director*)

Mr. Lo Yuen Wa Peter

Ms. Sun Dixie Hui

*Non-executive Director*

Dr. Lam How Mun Peter (*Chairman*)

*Independent Non-executive Directors*

Mr. Cheung Wing Ping

Mr. Ha Kee Choy Eugene

Mr. To Shing Chuen