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## **TOP FORM INTERNATIONAL LIMITED**

**黛麗斯國際有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 333)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 OCTOBER 2014**

At the annual general meeting (the “AGM”) of Top Form International Limited (the “Company”) held on 30 October 2014, all the proposed resolutions as set out in the notice of the AGM (the “Notice”) dated 29 September 2014 were duly passed by the shareholders of the Company (“the Shareholders”) by way of a poll.

As at the date of the AGM, the total number of shares of the Company in issue was 215,037,625, representing the total number of shares entitling the holders thereof to attend and vote on the resolutions at the AGM. No Shareholder who was entitled to attend was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) to abstain from voting at the AGM, and no Shareholder was required to abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Listing Rules. None of the Shareholders has stated their intention in the circular dated 29 September 2014 to vote against or to abstain from voting on any of the resolutions at the AGM.

The Company’s Hong Kong Branch Share Registrar, Tricor Secretaries Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results were as follows:-

<b>RESOLUTIONS</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
<b>Ordinary Resolutions</b>			
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 30 June 2014.	110,596,835 (100.0000%)	0 (0.0000%)

\* For identification purpose only

		Number of Votes (%)	
		For	Against
	<b>Ordinary Resolutions</b>		
2.	To declare a final dividend of HK\$0.05 per share and a special dividend of HK\$0.05 per share for the year ended 30 June 2014.	110,536,835 (99.9457%)	60,000 (0.0543%)
3.	To re-elect the retiring Directors of the Company and to authorize the Board of Directors of the Company to fix the Directors' remuneration :		
	(1) To re-elect Mr. Wong Kai Chung, Kevin as an Executive Director of the Company.	109,392,835 (99.0009%)	1,104,000 (0.9991%)
	(2) To re-elect Mr. Chow Yu Chun, Alexander as an Independent Non-executive Director of the Company.	110,496,435 (99.9996%)	400 (0.0004%)
	(3) To re-elect Ms. Leung Churk Yin, Jeanny as an Independent Non-executive Director of the Company.	100,930,435 (91.3424%)	9,566,400 (8.6576%)
	(4) To authorise the Board of Directors of the Company to fix the Directors' remuneration.	100,930,835 (91.3427%)	9,566,000 (8.6573%)
4.	To re-appoint KPMG as Auditor of the Company and to authorize the Board of Directors to fix their remuneration.	110,496,835 (100.0000%)	0 (0.0000%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.	100,870,835 (91.2884%)	9,626,000 (8.7116%)
6.	To grant a general mandate to the Directors to repurchase the shares of the Company.	110,496,835 (100.0000%)	0 (0.0000%)
7.	To add the nominal amount of the shares repurchased by the Company to the general mandate granted to the Directors under resolution no. 5.	100,900,835 (91.3156%)	9,596,000 (8.6844%)
	<b>Special Resolution</b>		
8.	To approve the amendment to the Bye-laws of the Company	110,496,835 (100.0000%)	0 (0.0000%)

Please refer to the Notice for the full texts of the above ordinary and special resolutions.

All of the votes were cast in favour of Resolutions 1, 4 and 6 and the majority of the votes were cast in favour of Resolutions 2, 3(1) to 3(4), 5 and 7. Resolutions 1 to 7 were duly passed as ordinary resolutions. All of the votes were cast in favour of Resolution 8, Resolution 8 was duly passed as a special resolution.

On behalf of the Board  
**Top Form International Limited**  
**Fung Wai Yiu**  
*Chairman*

Hong Kong, 30 October 2014

*As at the date of this announcement, the Board comprises Mr. Fung Wai Yiu, Mr. Wong Chung Chong, Eddie, Mr. Wong Kai Chi, Kenneth and Mr. Wong Kai Chung, Kevin as executive directors, Mr. Lucas A.M. Laureys and Mr. Herman Van de Velde as non-executive directors and Mr. Marvin Bienenfeld, Mr. Chow Yu Chun, Alexander, Ms. Leung Churk Yin, Jeanny, Mr. Leung Ying Wah, Lambert and Mr. Lin Sun Mo, Willy as independent non-executive directors.*