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**EAGLE LEGEND ASIA**

## **EAGLE LEGEND ASIA LIMITED**

**鵬程亞洲有限公司**

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

**(Stock Code: 936)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 MAY 2013**

#### **RETIREMENT OF DIRECTOR**

**AND**

#### **APPOINTMENT OF DIRECTORS**

##### **Poll Results of Annual General Meeting**

All the Ordinary Resolutions were duly passed by the Shareholders (except resolution numbered 2.1.2 which was cancelled) by way of poll at the Annual General Meeting held on Thursday, 23 May 2013.

##### **Retirement of Director**

Mr. Chan Mo retire as independent non-executive Director upon conclusion of the Annual General Meeting.

##### **Appointment of Directors**

Ms. So Wai and Mr. Lam Cheung Shing, Richard have been appointed as executive Director and independent non-executive Director respectively with effect from 23 May 2013.

Reference is made to the circular (the “**Circular**”) and the notice of Annual General Meeting of Eagle Legend Asia Limited (the “**Company**”) both dated 19 April 2013 in relation to, among other matters, the general mandates to repurchase and issue Shares and re-election of Directors. Capitalized terms used herein shall have the same meanings as those defined in the Circular unless defined otherwise herein.

At the Annual General Meeting, voting on all the proposed ordinary resolutions (except resolution numbered 2.1.2 which was cancelled) (the “**Ordinary Resolutions**”) were taken by way of poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the Annual General Meeting for the purpose of vote-taking.

## POLL RESULTS

The Board is pleased to announce that as more than 50% of the votes were cast in favour of each of the Ordinary Resolutions proposed at the Annual General Meeting, the Ordinary Resolutions were duly passed by the Shareholders by way of poll.

The poll results in respect of each of the Ordinary Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of Votes	
		%	
		FOR	AGAINST
1.	To receive the audited consolidated financial statements, the report of the Directors and the report of the Auditor for the year ended 31 December 2012.	616,000,000 100%	0 0.00%
2.	2.1 To re-elect the following Directors:		
	2.1.1 Mr. Lam Woon Kun; and	616,000,000 100%	0 0.00%
	2.1.2 Mr. Chan Mo.	cancelled	
	2.2 To authorize the Board to fix the Directors’ remuneration.	616,000,000 100%	0 0.00%
3.	To re-appoint BDO Limited as the Auditor and to authorise the Board to fix the remuneration of the Auditor.	616,000,000 100%	0 0.00%
4.	(A) To grant a general mandate to the Directors to purchase Shares up to 10% of the issued share capital of the Company.	616,000,000 100%	0 0.00%
	(B) To grant a general mandate to the Directors to allot, issue and deal with new Shares up to 20% of the issued share capital of the Company.	616,000,000 100%	0 0.00%
	(C) To extend the general mandate to issue new Shares by adding the number of Shares repurchased.	616,000,000 100%	0 0.00%

As at the date of the Annual General Meeting, the total number of issued Shares was 800,000,000 Shares, which was the total number of Shares entitling Shareholders to attend and vote for or against the Ordinary Resolutions. No Shareholder was required to abstain from voting on the Ordinary Resolutions and no Shareholder was entitled to attend and vote only against the Ordinary Resolutions at the Annual General Meeting.

## RETIREMENT OF DIRECTOR

The Board also announces that Mr. Chan Mo (“**Mr. Chan**”) did not offer himself for re-election as a Director due to other business engagements and therefore he retired as independent non-executive Director upon conclusion of the Annual General Meeting.

Mr. Chan has confirmed that he has no disagreement with the Board, nor there any matter which needs to be brought to the attention of the Shareholders and the Stock Exchange in relation to his retirement.

The Board wishes to express its appreciation for the valuable contribution of Mr. Chan during his tenure of office.

## APPOINTMENT OF DIRECTORS

The Board further announces that Ms. So Wai (“**Ms. So**”) and Mr. Lam Cheung Shing, Richard (“**Mr. Lam**”) have been appointed as executive Director and independent non-executive Director respectively with effect from 23 May 2013.

Details of Ms. So and Mr. Lam as required under rule 13.51(2) of the Listing Rules are set out below:—

**Ms. So Wai**, aged 27, holds a Bachelor of Arts Degree majoring in Psychology from The University of British Columbia. She has approximately 3 years of experience in property investment and banking fields. Ms. So has also been involved in equity sales since June 2011. Prior to joining the Company, she was licensed to carry out types 1 (dealing in securities), 4 (advising on securities) and 9 (asset management) regulated activities under the SFO at ICBC International Holdings Limited.

Ms. So has entered into a service agreement with the Company for a fixed term of three years commencing from 23 May 2013 unless terminated by at least one month’s written notice served by either party to the other party at any time during the said fixed term. She shall hold office only until the next annual general meeting of the Company and will be eligible for re-election at that meeting and is thereafter subject to rotation and re-election pursuant to the Articles of Association. She is entitled to receive a remuneration of HK\$900,000 per annum and a discretionary management bonus to be determined by the Board with reference to the Company’s performance and her contribution to the Company during the reference year. Her emolument was determined by the Board with reference to her experience, duties, responsibilities and the Company’s remuneration policy.

As at the date of this announcement, 600,000,000 Shares, representing 75% of the entire issued share capital of the Company, held by Eagle Legend International Holdings Limited, which is a wholly-owned subsidiary of Constant Success Holdings Limited (“**Constant Success**”). Constant Success is held as to 43% by Mr. So Chung, Chairman of the Board and the executive Director, through Wonder Ocean International Holdings Limited, 28.5% by Ms. So Man, the executive Director, through Jiefei Limited and 28.5% by Ms. So through Fei Teng Holdings Limited.

Save as disclosed above, Ms. So did not have any interest in the Shares or underlying Shares within the meaning of Part XV of the SFO and she did not hold any directorship in other listed companies or any other major appointments or qualifications in the last three years immediately preceding the date of this announcement.

Mr. So Chung, Chairman of the Board and the executive Director, Ms. So Man, the executive Director, and Ms. So are siblings. She is also a cousin of Mr. Lam Woon Kun, the non-executive Director. Save as disclosed above, Ms. So did not have any relationship with any Directors, senior management, substantial and controlling Shareholders.

Save as disclosed herein, the Board is not aware of any other matters or information relating to Ms. So that needs to be brought to the attention of the Shareholders nor is there any information to be disclosed by the Company pursuant to any of the requirements under rule 13.51(2) of the Listing Rules.

**Mr. Lam Cheung Shing, Richard**, aged 54, was admitted to the Master Degree of Business Administration in the Chinese University of Hong Kong in 2006. He is a fellow member of both the Hong Kong Institute of Certified Public Accountants and Association of Chartered Certified Accountants. Prior to joining the Company, Mr. Lam spent over 10 years in PriceWaterhouseCoopers, an international accounting firm, and promoted to a senior audit manager, and is equipped with extensive experience in accountancy, taxation and corporate finance. He held senior positions in a number of listed companies in Hong Kong, including Sun Hung Kai & Co., Limited, Kingsway SW Asset Management Limited and U-Cyber Technology Holdings Limited.

Mr. Lam is currently the deputy chairman and chief executive officer of Interchina Holdings Company Limited (stock code: 202), a company listed on the Main Board of the Stock Exchange. Save as disclosed above, he did not hold any directorship in other listed companies or any other major appointments or qualifications in the last three years immediately preceding the date of this announcement.

Mr. Lam has entered into a letter of appointment with the Company for a fixed term of three years commencing from 23 May 2013 unless terminated by at least one month's written notice served by either party to the other party at any time during the said fixed term. He shall hold office only until the next general meeting of the Company and will be eligible for re-election at that meeting and is thereafter subject to rotation and re-election pursuant to the Articles of Association. He is entitled to receive a remuneration of HK\$120,000 per annum or pro-rata amount for any incomplete year as determined by the Board with reference to his experience, level of responsibilities with the Company and the prevailing market conditions.

As at the date of this announcement, Mr. Lam did not have any interest in the Shares or underlying Shares within the meaning of Part XV of the SFO or have any relationship with any Directors, senior management, substantial or controlling Shareholders.

Save as disclosed herein, the Board is not aware of any other matters or information relating to Mr. Lam that needs to be brought to the attention of the Shareholders nor is there any information to be disclosed by the Company pursuant to any of the requirements under rule 13.51(2) of the Listing Rules.

The Board would like to extend a warm welcome to Ms. So and Mr. Lam in joining the Board.

By order of the Board  
**Eagle Legend Asia Limited**  
**So Chung**  
*Chairman*

Hong Kong, 23 May 2013

*As at the date of this announcement, the Board comprises Mr. So Chung, Miss. So Man and Miss. So Wai as executive Directors, Mr. Lam Woon Kun as non-executive Director and Ms. Lo Miu Sheung Betty, Mr. Ho Gar Lok and Mr. Lam Cheung Shing, Richard as independent non-executive Directors.*