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WHEELOCK

Founded 1857

WHEELOCK AND COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

Stock Code: 20

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 16 MAY 2016

At the Annual General Meeting of Wheelock and Company Limited (the “**Company**”) held on 16 May 2016 (“**AGM**”), a poll was demanded by the Chairman for voting on all the proposed resolutions as set out in the Notice of AGM dated 13 April 2016.

As at the date of AGM, the total number of issued shares of the Company was 2,031,849,287, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There is no restriction on any shareholders casting votes on any of the resolutions at the AGM.

The Company’s share registrars, namely, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. Set out below are the poll results in respect of the respective resolutions put to the vote at the AGM:

	Resolutions	No. of Shares Voted (%)	
		For	Against
1	To adopt the Financial Statements and the Reports of the Directors and Auditors for the financial year ended 31 December 2015.	1,564,523,027 (99.99%)	114,000 (0.01%)
2	(a) To re-elect Mr. Stephen T. H. Ng, a retiring Director, as a Director.	1,440,424,000 (92.06%)	124,223,027 (7.94%)
	(b) To re-elect Mrs. Mignonne Cheng, a retiring Director, as a Director.	1,562,306,527 (99.85%)	2,340,500 (0.15%)
	(c) To re-elect Mr. Winston K. W. Leong, a retiring Director, as a Director.	1,562,585,837 (99.87%)	2,061,190 (0.13%)
	(d) To re-elect Mr. Alan H. Smith, a retiring Director, as a Director.	1,551,972,294 (99.19%)	12,674,733 (0.81%)
	(e) To re-elect Ms. Nancy S. L. Tse, a retiring Director, as a Director.	1,562,585,837 (99.87%)	2,061,190 (0.13%)
3	To re-appoint KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration.	1,564,284,440 (99.98%)	379,587 (0.02%)
4	To give a general mandate to the Directors for buy-back of shares by the Company.	1,564,662,027 (99.99%)	2,000 (0.01%)
5	To give a general mandate to the Directors for issue of shares.	1,357,715,839 (86.77%)	206,948,188 (13.23%)
6	To approve the addition of bought back shares to the share issue general mandate stated under Resolution No. 5.	1,363,569,769 (87.15%)	201,094,258 (12.85%)

On the basis of the votes set out above, all the above Resolutions were duly passed as Ordinary Resolutions.

For **WHEELOCK AND COMPANY LIMITED**
Wilson W. S. Chan
 Company Secretary

Hong Kong, 16 May 2016

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Douglas C. K. Woo, Mr. Stephen T. H. Ng, Mr. Stewart C. K. Leung, Mr. Paul Y. C. Tsui, Mr. Ricky K. Y. Wong and Mrs. Mignonne Cheng, together with seven Independent Non-executive Directors, namely, Mr. Tak Hay Chau, Mr. Winston K. W. Leong, Mr. Alan H. Smith, Mr. Richard Y. S. Tang, Mr. Kenneth W. S. Ting, Ms. Nancy S. L. Tse and Mr. Glenn S. Yee.