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# COMPUTER AND TECHNOLOGIES HOLDINGS LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00046)**

## POLL RESULTS OF THE ANNUAL GENERAL MEETING AND PAYMENT OF FINAL AND SPECIAL DIVIDENDS

The Board announces that all the ordinary resolutions as set out in the AGM Notice were duly passed by the Shareholders at the AGM on 22 May 2013 by way of poll.

Further, the Company would like to advise that the payment of the final and special dividends of the Company is expected to be made on 7 June 2013.

Reference is made to the circular of the Company dated 17 April 2013 (the "Circular") and all the ordinary resolutions proposed in the notice of the annual general meeting dated 17 April 2013 (the "AGM Notice"), which were dispatched to the Shareholders on 17 April 2013. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE AGM**

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll. Accordingly, at the AGM, the Chairman of the meeting demanded a poll on all the ordinary resolutions as set out in the AGM Notice. The poll results are as follows:

| **Ordinary Resolutions** | | Number of Shares Voted (Approximate %) | |
|---|---|---|---|
| | | For | Against |
| 1. | To receive and consider the audited financial statements and the reports of the directors and of the auditors for the year ended 31 December 2012. | 128,480,000 *(100.00%)* | - *(0.00%)* |
| 2.(a) | To declare a final dividend. | 128,480,000 *(100.00%)* | - *(0.00%)* |
| 2.(b) | To declare a special dividend. | 128,480,000 *(100.00%)* | - *(0.00%)* |
| 3.(a) | To re-elect Mr. Leung King San, Sunny as director. | 128,480,000 *(100.00%)* | - *(0.00%)* |

| | | | |
|---|---|---|---|
| 3.(b) | To re-elect Professor Lee Kwok On, Matthew as director. | 128,480,000 *(100.00%)* | - *(0.00%)* |
| 3.(c) | To authorize the board to fix the directors' remuneration. | 119,190,000 *(92.77%)* | 9,290,000 *(7.23%)* |
| 4. | To re-appoint Messrs. Ernst & Young as auditors and to authorize the directors to fix their remuneration. | 128,480,000 *(100.00%)* | - *(0.00%)* |
| 5. | To give a general mandate to the directors to issue, allot and dispose of additional shares not exceeding 20% of the total nominal amount of the existing issued share capital. | 119,190,000 *(92.77%)* | 9,290,000 *(7.23%)* |
| 6. | To give a general mandate to the directors to purchase shares not exceeding 10% of the total nominal amount of the existing issued share capital. | 128,480,000 *(100.00%)* | - *(0.00%)* |
| 7. | To extend the general mandate granted to the directors to issue shares by the number of shares repurchased. | 119,190,000 *(92.77%)* | 9,290,000 *(7.23%)* |

All the ordinary resolutions were duly passed at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 244,194,198 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There was no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.

Messrs FTO CPA Limited was appointed as the scrutineer for the vote-taking at the AGM.

**PAYMENT OF FINAL AND SPECIAL DIVIDENDS**

The register of members of the Company will be closed from Tuesday, 28 May 2013 to Wednesday, 29 May 2013 (both days inclusive), during which period no transfer of shares have been registered.

The proposed payment of final and special dividends in aggregate of HK9 cents per ordinary share to the shareholders whose names appear on the register of members of the Company on 29 May 2013 ("Final and Special Dividends") was approved at the AGM. The Company would like to advise that the payment of the Final and Special Dividends of the Company is expected to be made on 7 June 2013.

By Order of the Board
**Computer And Technologies Holdings Limited**
**Ng Cheung Shing**
*Chairman*

Hong Kong, 22 May 2013

*As at the date of this announcement, the Board comprises Mr. Ng Cheung Shing, Mr. Leung King San, Sunny and Mr. Yan King Shun as executive directors, and Mr. Ha Shu Tong, Professor Lee Kwok On, Matthew and Mr. Ting Leung Huel, Stephen as independent non-executive directors.*