SOUTH EAST GROUP LIMITED
（東南國際集團有限公司）*

(Incorporated in Bermuda with limited liability)
(Stock Code: 726)

(1) POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 18 MAY 2015
(2) GRANT OF THE WHITEWASH WAIVER

POLL RESULTS OF THE SGM

The Board is pleased to announce that all resolutions set out in the notice of SGM were duly passed by the Shareholders or the Independent Shareholders (as the case may be) by way of poll at the SGM held on 18 May 2015.

GRANT OF THE WHITEWASH WAIVER

The Executive has granted the Whitewash Waiver on 13 May 2015, subject to the fulfillment of the conditions set out therein and the compliance by the Share Subscriber, Jiayao and parties acting in concert with either of them with the Takeovers Code. Accordingly, no mandatory general offer under Rule 26 of the Takeovers Code will be required to be made by Jiayao in respect of the Share Subscription Agreement and the transactions contemplated thereunder.

Shareholders and potential investors should note that each of the Share Subscription Agreement, the CB Subscription Agreement and the Note Subscription Agreement are subject to the fulfillment and waiver of certain conditions and may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealings in the Shares.

Reference is made to the circular of South East Group Limited (the "**Company**") dated 30 April 2015 (the "**Circular**") in relation to, among other things, the Increase in Authorised Share Capital, the Share Subscription, the CB Subscription, the Specific Mandates, the Whitewash Waiver, and the Note Subscription. Unless otherwise defined herein, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that all resolutions set out in the notice of SGM were duly passed by the Shareholders or the Independent Shareholders (as the case may be) by way of poll at the SGM held on 18 May 2015.

Results of the voting by way of poll are as follows:

No.	Ordinary resolutions	Number of votes (approximately %)		Total number of votes
		For	Against	
1.	To approve, confirm and ratify the Share Subscription Agreement, the Specific Mandate in relation to the Share Subscription and the transaction contemplated thereunder.	493,487,981 Shares (99.998%)	12,000 Shares (0.002%)	493,499,981
2	To approve, confirm and ratify the CB Subscription Agreement, the Specific Mandate in relation to the CB Subscription and the transaction contemplated thereunder.	493,487,981 Shares (99.998%)	12,000 Shares (0.002%)	493,499,981
3.	To approve the Whitewash Waiver.	493,487,981 Shares (99.998%)	12,000 Shares (0.002%)	493,499,981
4.	To approve the Increase in Authorised Share Capital.	493,487,981 Shares (99.998%)	12,000 Shares (0.002%)	493,499,981
5.	To approve, confirm and ratify the Note Subscription Agreement and the transactions contemplated thereunder.	493,489,981 Shares (99.998%)	10,000 Shares (0.002%)	493,499,981

As more than 50% of the votes were cast in favour of each of the ordinary resolutions proposed at the SGM, all of the resolutions were duly passed as ordinary resolutions of the Company by way of poll.

As at the date of the SGM, the total number of Shares in issue of the Company was 3,709,602,920 Shares.

As stated in the Circular, as Mr. Yeung has been involved in the negotiation for the Share Subscription in his capacity as an executive Director, and is the managing partner and chief executive officer of Quantum China Asset Management Limited, which in turn manages each of Taiping Quantum Strategic Fund, Taiping Quantum Prosperity Fund, Taiping Quantum China Opportunities Fund and Quantum Advantage Fund, Taiping Quantum Strategic Fund, Taiping Quantum Prosperity Fund, Taiping Quantum China Opportunities Fund and Quantum Advantage Fund have therefore abstained from voting on the resolutions numbered 1 and 3 regarding the Share Subscription and the Whitewash Waiver at the SGM.

As at the date of the SGM, Taiping Quantum Strategic Fund, Taiping Quantum Prosperity Fund, Taiping Quantum China Opportunities Fund and Quantum Advantage Fund are interested in, or have control or are entitled to exercise control over, in aggregate, of 828,840,000 Shares, representing approximately 22.34% of the existing issued share capital of the Company. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against resolutions numbered 1 and 3 at the SGM was 2,880,762,920 Shares.

Since no Shareholders have material interests in the Increase in Authorised Share Capital, the CB Subscription and the subscription for the Note, no Shareholders are required to abstain from voting in respect of the resolutions numbered 2, 4 and 5 to approve the Increase in Authorised Share Capital, the CB Subscription Agreement and the Note Subscription Agreement.

There were no Shares entitling any Shareholder to attend and vote only for or against any resolutions at the SGM. Save as disclosed above, no other Shareholders have stated any intention at the Circular to vote against the resolutions at the SGM or were required to abstain from voting at the SGM.

Computershare Hong Kong Investor Services Ltd., the Company's branch share registrar in Hong Kong, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

Effects on shareholding structure of the Company

For illustration purpose only, the shareholding of the Company (a) as at the date of the SGM; (b) after completion of the Share Subscription; and (c) after completion of Share Subscription and CB Subscription (assuming full conversion of the Convertible Bonds and there are no other changes to the issued share capital of the Company) is as follows:

	As at the date of the SGM		Immediately after the issue of the Subscription Shares [Note 2]		Immediately after the issue of the Subscription Shares and the Conversion Shares [Note 3]	
	Shares	*% (approx.)*	*Shares*	*% (approx.)*	*Shares*	*% (approx.)*
Taiping Quantum Strategic Fund [Note 1]	340,000,000	9.17	340,000,000	3.33	340,000,000	3.03
Taiping Quantum Prosperity Fund [Note 1]	400,420,000	10.79	400,420,000	3.92	400,420,000	3.57
Taiping Quantum China Opportunities Fund [Note 1]	7,420,000	0.20	7,420,000	0.07	7,420,000	0.07
Quantum Advantage Fund [Note 1]	81,000,000	2.18	81,000,000	0.79	81,000,000	0.72
Jiang Hongqing and his associate [Note 4]	15,000,000	0.41	15,000,000	0.15	15,000,000	0.13
The Share Subscriber, Jiayao and their concert parties	–	–	6,500,000,000	63.67	6,500,000,000	57.99
The CB Subscriber	–	–	–	–	1,000,000,000	8.92
Existing public Shareholders	2,865,762,920	77.25	2,865,762,920	28.07	2,865,762,920	25.57
Total	**3,709,602,920**	**100.00**	**10,209,602,920**	**100.00**	**11,209,602,920**	**100.00**

Note 1: Each of Taiping Quantum Strategic Fund, Taiping Quantum Prosperity Fund, Taiping Quantum China Opportunities Fund and Quantum Advantage Fund is managed by Quantum China Asset Management Limited. Mr. Yeung, an executive Director, is the managing partner and chief executive officer of Quantum China Asset Management Limited.

Note 2: Assuming that the CB Subscriber does not purchase any Share from the date of the SGM up to the Share Subscription Completion Date and assuming no other changes to the issued share capital of the Company.

Note 3: Assuming that the CB Subscriber does not purchase any Share from the date of the SGM up to the issue of the Conversion Shares and assuming that the Share Subscriber and its concert parties do not acquire any Share after completion of the Share Subscription and up to the issue of the Conversion Shares.

Note 4: Mr. Jiang Hongqing is an independent non-executive Director who, together with his spouse, held 15,000,000 Shares as at the date of the SGM.

A further announcement will be made upon the completion of the Share Subscription Agreement, CB Subscription Agreement and the Note Subscription Agreement.

GRANT OF THE WHITEWASH WAIVER

The Executive has granted the Whitewash Waiver on 13 May 2015, subject to the fulfillment of the conditions set out therein and the compliance by the Share Subscriber, Jiayao Global Investments Limited ("**Jiayao**") (as nominee of the Share Subscriber and a wholly-owned subsidiary of the Share Subscriber) and parties acting in concert with either of them with the Takeovers Code. Accordingly, no mandatory general offer under Rule 26 of the Takeovers Code will be required to be made by Jiayao in respect of the Share Subscription Agreement and the transactions contemplated thereunder.

Shareholders and potential investors should note that each of the Share Subscription Agreement, the CB Subscription Agreement and the Note Subscription Agreement are subject to the fulfillment and waiver of certain conditions and may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealings in the Shares.

By order of the Board
South East Group Limited
Mr. Yeung Chun Wai, Anthony
Chairman and Executive Director

Hong Kong, 18 May 2015

As at the date of this announcement, the Board comprises six Directors, namely Mr. Yeung Chun Wai, Anthony (Chairman), Mr. Chen Domingo (Deputy Chairman) and Mr. Chan Chi Yuen as executive Directors; Mr. Lee Chi Ming, Mr. Chan Chi Hung, Anthony and Mr. Jiang Hongqing as independent non-executive Directors.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.

* *For identification purpose only*