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GUOCANG GROUP LIMITED
國藏集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 559)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 2 DECEMBER 2014

The Board is pleased to announce that all the resolutions set out in the notice of AGM dated 31 October 2014 were duly passed by shareholders at the AGM.

At the Annual General Meeting ("**AGM**") of Guocang Group Limited (the "**Company**") held on 2 December 2014, all proposed resolutions as set out in the notice of AGM dated 31 October 2014 were taken by poll.

As at the date of the AGM, the number of issued shares of the Company was 3,594,413,900 shares, all the holders of which were entitled to attend and vote for or against all resolutions at the AGM. There was no share of the Company entitling the holder to attend and vote only against the resolutions at the AGM.

Tricor Tengis Limited, the Company's branch share registrars in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

The poll results are as follows:

Ordinary Resolutions		Number of shares of the Company (the "Shares") (Approximate percentage)	
		For	Against
1	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the "**Director(s)**") and of the auditor for the year ended 30 June 2014.	1,444,478,395 (100%)	0 (0%)
2	2.1.1 To re-elect Mr. Wong Hin Shek as an executive Director.	1,444,478,395 (100%)	0 (0%)
	2.1.2 To re-elect Mr. Chiu Wai On as an independent non-executive Director.	1,444,478,395 (100%)	0 (0%)
	2.2 To authorise the board of Directors (the "**Board**") to fix the Directors' remuneration.	1,444,478,395 (100%)	0 (0%)
3	To re-appoint BDO Limited as the Company's auditor and to authorise the Board to fix its remuneration.	1,444,478,395 (100%)	0 (0%)
4A	To grant a general mandate to the Directors to allot, issue and deal with additional securities of the Company.	1,444,478,395 (100%)	0 (0%)
4B	To grant a general mandate to the Directors to repurchase the Company's own shares.	1,444,478,395 (100%)	0 (0%)
4C	To add the repurchased shares to the mandate granted to the Directors under Resolution 4A.	1,444,478,395 (100%)	0 (0%)

Note: The number of Shares and percentage of the voting as stated above are based on the total number of Shares held by the shareholders who attended and voted at the AGM in person, by authorised corporate representative or by proxy.

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board
Guocang Group Limited
Wong Hin Shek
Chairman and Executive Director

Hong Kong, 2 December 2014

As at the date of this announcement, the executive Directors are Mr. Wong Hin Shek and Mr. Chi Chi Hung, Kenneth; and the independent non-executive Directors are Mr. Chiu Wai On, Mr. Man Kwok Leung and Dr. Wong Yun Kuen.