DIFFER GROUP HOLDING COMPANY LIMITED
鼎豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6878)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 20 OCTOBER 2015

The Ordinary Resolution as set out in the notice of EGM dated 30 September 2015 for approving the Agreement was duly passed by the Shareholders at the EGM held on 20 October 2015 by way of poll.

References are made to the announcements of the Company dated 24 August 2015, 25 August 2015, 17 September 2015 and 22 September 2015 respectively, and the circular of the Company dated 30 September 2015 (the "**Circular**"), in relation to, the Acquisition. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

POLL RESULTS OF THE EGM

The Company is pleased to announce that the ordinary resolution (the "**Ordinary Resolution**") as set out in the notice of EGM (the "**Notice**") dated 30 September 2015 for approving the Agreement was duly passed by the Shareholders at the EGM held on 20 October 2015 by way of poll.

As at the EGM date, a total of 1,000,000,000 Shares were in issue. No Shareholder was required under the Listing Rules to abstain from voting on the Ordinary Resolution at the EGM and no Shareholder was required to abstain from voting in favour of the Ordinary Resolution.

Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the EGM. Set out below is the poll results in respect of the Ordinary Resolution put to vote at the EGM:

Ordinary Resolution	**Number of votes (%)**	
	For	**Against**
To approve the Agreement and the transactions contemplated thereunder, including but not limited to the issue of the Convertible Bonds and the allotment and issue of the Conversion Shares	672,440,550 (100%)	0 (0%)

Note: The full text of the resolution is set out in the Notice.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed by the Shareholders at the EGM.

By order of the Board
Differ Group Holding Company Limited
HONG Mingxian
Chairman and executive Director

Hong Kong, 20 October 2015

As at the date of this announcement, the executive Directors are Mr. HONG Mingxian, Mr. NG Chi Chung and Mr. CAI Huatan; the non-executive Directors are Mr. CAI Jianfeng and Mr. WU Qinghan; and the independent non-executive Directors are Mr. CHAN Sing Nun, Mr. TSANG Hin Man Terence and Mr. ZENG Haisheng.