Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

AGTech
www.agtech.com

AGTech Holdings Limited
亞博科技控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8279)

POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 23 DECEMBER 2014

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders by way of poll at the SGM held on 23 December 2014.

Reference is made to the notice (the "**Notice**") of special general meeting (the "**SGM**") of AGTech Holdings Limited (the "**Company**") dated 8 December 2014 and the circular (the "**Circular**") of the Company dated 8 December 2014 regarding the major transaction in relation to the Acquisition and the proposed adoption of the New Share Option Scheme. Unless otherwise defined herein, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the ordinary resolutions (the "**Resolutions**") as set out in the Notice were duly passed by the Shareholders by way of poll at the SGM held at 11:00 a.m. on Tuesday, 23 December 2014.

As at the date of the SGM:

(i) the total number of issued Shares was 4,434,317,864, which was the total number of Shares entitling the holders to attend and vote for or against the Resolutions at the SGM;

(ii) none of the Shares entitled the holders to attend and abstain from voting in favour of the Resolutions at the SGM as set out in Rule 17.47A of the GEM Listing Rules; and

(iii) no Shareholder had stated his/her/its intention in the Circular to vote against the Resolutions or was required under the GEM Listing Rules to abstain from voting at the SGM.

* *For identification purpose only*

The Company has appointed Tricor Abacus Limited, the Hong Kong branch share registrar of the Company, to act as the scrutineer for the purpose of vote-taking at the SGM. The number of Shares represented by votes for and against the Resolutions at the SGM was as follows:

RESOLUTIONS(Note)		**NUMBER OF VOTES (%)**	
		FOR	**AGAINST**
1.	To approve the Sale and Purchase Agreement dated 17 November 2014 and the transactions contemplated thereunder	2,130,420,000 (98.53%)	31,679,340 (1.47%)
2.	To approve the adoption of the New Share Option Scheme	2,134,180,000 (98.71%)	27,919,340 (1.29%)

Note: Please refer to the Notice for full text of the Resolutions.

As more than 50% of the votes were cast in favour of the Resolutions, the Resolutions were duly passed by the Shareholders.

By order of the Board
AGTech Holdings Limited
Sun Ho
Chairman & CEO

Hong Kong, 23 December 2014

As at the date of this announcement, the Board comprises (i) Mr. Sun Ho, Mr. Robert Geoffrey Ryan, Mr. Bai Jinmin and Mr. Liang Yu as executive Directors; (ii) Mr. Ho King Fung, Eric as non-executive Director; and (iii) Ms. Monica Maria Nunes, Mr. Wang Ronghua and Mr. Hua Fengmao as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcement" page of the GEM website at www.hkgem.com for at least seven days from the day of its posting and will be published on the website of the Company at www.agtech.com.