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ZEBRA STRATEGIC HOLDINGS LIMITED

施伯樂策略控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8260)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 27 JULY 2015

The Board announces that all resolutions proposed at the AGM held on 27 July 2015 were duly passed.

Reference is made to the notice of annual general meeting (the “**AGM**”) dated 23 June 2015 (the “**AGM Notice**”) of Zebra Strategic Holdings Limited (the “**Company**”) and the circular of the Company dated 23 June 2015 (the “**Circular**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF AGM

The Board announces that, at the AGM held at Unit 1207, 12/F, No. 9 Queen’s Road Central, Hong Kong on 27 July 2015 at 3:00 p.m., voting by poll was adopted for all of the resolutions as set out in the AGM Notice (the “**Resolutions**”).

The Board is pleased to announce that the Resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by poll voting at the AGM. The poll results for the Resolutions are as follows:

Ordinary Resolutions		Number of votes (Approximate %)		Total votes
		For	Against	
1.	To receive, consider and adopt the audited consolidated accounts and reports of the directors and auditor of the Company and its subsidiaries for the year ended 31 March 2015.	282,211,000 100%	0 0%	282,211,000
2.	To re-appoint BDO Limited as auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	282,211,000 100%	0 0%	282,211,000

Ordinary Resolutions		Number of votes (Approximate %)		Total votes
		For	Against	
3.	(a) Mr. Chang Tin Duk Victor be re-elected as an executive director of the Company and the board of directors of the Company be authorised to fix his director's remuneration.	282,211,000 100%	0 0%	282,211,000
	(b) Mr. Zheng Zhong Qiang be re-elected as an executive director of the Company and the board of directors of the Company be authorised to fix his director's remuneration.	282,211,000 100%	0 0%	282,211,000
	(c) Mr. Lam Tsz Chung be re-elected as a non-executive director of the Company and the board of directors of the Company be authorised to fix his director's remuneration.	282,211,000 100%	0 0%	282,211,000
	(d) Mr. Wang En Ping be re-elected as an independent non-executive director of the Company and the board of directors of the Company be authorised to fix his director's remuneration.	282,211,000 100%	0 0%	282,211,000
	(e) Dr. Cheung Wai Bun Charles, JP be re-elected as an independent non-executive director of the Company and the board of directors of the Company be authorised to fix his director's remuneration.	282,211,000 100%	0 0%	282,211,000
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	282,211,000 100%	0 0%	282,211,000
5.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	282,211,000 100%	0 0%	282,211,000
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	282,211,000 100%	0 0%	282,211,000

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

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

The Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (a) The total number of Shares in issue as at the date of the AGM: 665,000,000 shares of HK\$0.01 each. No shareholder was required to abstain from voting on the Resolutions at the AGM under the GEM Listing Rules.
- (b) The total number of shares entitling the holders to attend and vote only against the Resolutions at the AGM: Nil.
- (c) The total number of shares entitling the holders to attend and to vote for or against the Resolutions at the AGM: 665,000,000 Shares.

By Order of the Board
Zebra Strategic Holdings Limited
Chang, Tin Duk Victor
Chairman and Executive Director

Hong Kong, 27 July, 2015

As at the date of this announcement, the executive Directors are Mr. Chang Tin Duk Victor and Mr. Zheng Zhong Qiang, the non-executive Director is Mr. Lam Tsz Chung and the independent non-executive Directors are Mr. Lam Raymond Shiu Cheung, Mr. Wang En Ping and Dr. Cheung Wai Bun Charles, JP.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, 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 GEM website on the “Latest Listed Company Information” page for at least seven days from the day of its posting and on the Company’s website at www.zebra.com.hk.