

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.



FSE ENGINEERING HOLDINGS LIMITED

豐盛機電控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 331)

CLARIFICATION ANNOUNCEMENT

Reference is made to the notice of the Annual General Meeting (the “**AGM Notice**”) as set out in the circular of the Company dated 24 October 2017 (the “**Circular**”) and the form of proxy for the Annual General Meeting (the “**Original Proxy Form**”) despatched with the Circular. Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board would like to clarify that, as stated in AGM notice, a part of the ordinary resolution numbered 3 (that is, the part which relates to authorising the board of Directors to fix the remuneration of the Directors) was inadvertently omitted in the Original Proxy Form.

To ratify the above-mentioned omission, printed copies of the revised form of proxy (the “**Revised Proxy Form**”) including resolution numbered 3(e) thereto will be despatched to the Shareholders on 27 October 2017. The Revised Proxy Form will also be available on the websites of the Company and the Stock Exchange. The date, time and venue for holding the Annual General Meeting remain unchanged.

Whether or not you intend to attend the Annual General Meeting in person, you are requested to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong (the “**Share Registrar**”) as soon as possible and in any event not less than 48 hours before the time of the Annual General Meeting (the “**Proxy Closing Time**”) or any adjournment thereof (as the case may be).

A Shareholder who has not yet lodged the Original Proxy Form with the Share Registrar is required to lodge the Revised Proxy Form if he or she wishes to appoint any proxy to attend the Annual General Meeting on his or her behalf. In this case, the Original Proxy Form should NOT be lodged with the Share Registrar.

Shareholders should note that:

- (a) If no Original Proxy Form is lodged with the Share Registrar and the Revised Proxy Form is lodged with the Share Registrar at or prior to the Proxy Closing Time, the Revised Proxy Form, if correctly completed and signed, will be treated as a valid form

of proxy lodged by him or her. The proxy so appointed by a Shareholder will be entitled to vote at his or her discretion or to abstain on any resolution properly put to the Annual General Meeting in addition to those set out in the AGM notice;

- (b) if both the Original Proxy Form and the Revised Proxy Form, in each case, correctly completed and signed, are lodged with the Share Registrar at or prior to the Proxy Closing Time, the Revised Proxy Form will be treated as a valid form of proxy lodged by the relevant Shareholder;
- (c) if the Original Proxy Form has already been lodged with the Share Registrar at or prior to the Proxy Closing Time but no Revised Proxy Form is lodged with the Share Registrar at or prior to the Proxy Closing Time or if the Revised Proxy Form is lodged with the Share Registrar after the Proxy Closing Time or if the Revised Proxy Form is invalid for whatever reasons, the Original Proxy Form will be treated as valid form of proxy if correctly completed and signed. The proxy so appointed under the Original Proxy Form will be entitled to vote at his or her discretion or to abstain at the Annual General Meeting on ordinary resolution numbered 3 as set out in the AGM notice.

Shareholders are reminded that completion and return of the Original Proxy Form and/or the Revised Proxy Form will not preclude them from attending and voting in person at the Annual General Meeting or at any adjournment thereof should they so wish.

By order of the Board
FSE Engineering Holdings Limited
Lee Kwok Bong
Executive Director & Joint Company Secretary

Hong Kong, 26 October 2017

As at the date of this announcement, the Board comprises Dr. Cheng Kar Shun, Henry (Chairman) and Mr. Wong Kwok Kin, Andrew as non-executive directors, Mr. Lam Wai Hon, Patrick (Vice-Chairman), Mr. Poon Lock Kee, Rocky (Chief Executive Officer), Mr. Doo William Junior Guilherme, Mr. Lee Kwok Bong and Mr. Soon Kweong Wah as executive directors, Mr. Kwong Che Keung, Gordon, Mr. Hui Chiu Chung, Stephen, Mr. Lee Kwan Hung and Dr. Tong Yuk Lun, Paul as independent non-executive directors.