

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.



Red Star Macalline Group Corporation Ltd.

紅星美凱龍家居集團股份有限公司

(A sino-foreign joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1528)

POLL RESULTS OF THE 2016 SECOND EXTRAORDINARY GENERAL MEETING DOMESTIC SHAREHOLDERS' CLASS MEETING AND H SHAREHOLDERS' CLASS MEETING HELD ON 19 APRIL 2016

Red Star Macalline Group Corporation Ltd. (the “**Company**”) announces that, at the 2016 second extraordinary general meeting of the Company (the “**EGM**”), the class meeting of Domestic Shareholders (the “**Domestic Shareholders' Class Meeting**”), the class meeting of H Shareholders (the “**H Shareholders' Class Meeting**”, together with the EGM and the Domestic Shareholders' Class Meeting, collectively referred to as the “**Meetings**”) held at 28/F Red Star World Trade Building, No. 598, Nujiang Road North, Putuo District, Shanghai, the PRC on 19 April 2016, the proposed resolutions set out in the respective notices of the Meetings were passed by way of poll. For details of the resolutions considered at the Meetings, the Shareholders may refer to the notices of the Domestic Shareholders' Class Meeting and H Shareholders' Class Meeting dated 12 February 2016 and the circular regarding the proposed A Share Offering, proposed amendments to the Articles of Association and corporate governance rules and the proposed issue of the Super Short-term Commercial Papers in the PRC (the “**Circular**”) dated 12 February 2016 and the supplemental notice of the Extraordinary General Meeting and the circular regarding election of independent non-executive director (the “**Supplemental Circular**”) both dated 29 March 2016. Unless otherwise defined in this announcement, capitalised terms used in this announcement shall have the meanings as those defined in the Circular.

As at the date of the Meetings, the total number of Shares is 3,623,917,038 Shares (of which 2,561,103,969 are Domestic Shares and 1,062,813,069 are H Shares). No Shareholder was required to abstain from voting on the resolutions under the Hong Kong Listing Rules. There was no Share entitling the holder to attend and abstain from voting in favour of the resolutions under Rule 13.40 of the Hong Kong Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Meetings. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for vote-taking at the Meetings. The convening of the Meetings was in compliance with the Company Law of the PRC and the Articles of Association.

I. CONVENING OF THE MEETING

(1) EGM

The total number of Shares entitling the holders to attend and vote on the resolutions at the EGM was 3,623,917,038 Shares. The total number of Shares with voting rights represented by the Shareholders attending the EGM in person or by proxy was 3,141,986,578 Shares, representing approximately 86.70% of the total number of Shares.

(2) Domestic Shareholders' Class Meeting

The total number of Domestic Shares entitling the holders to attend and vote on the resolutions at the Domestic Shareholders' Class Meeting was 2,561,103,969 Domestic Shares. The total number of Domestic Shares with voting rights represented by the Domestic Shareholders attending the Domestic Shareholders' Class Meeting in person or by proxy was 2,561,103,969 Domestic Shares, representing 100% of the total number of Domestic Shares.

(3) H Shareholders' Class Meeting

The total number of H Shares entitling the holders to attend and vote on the resolutions at the H Shareholders' Class Meeting was 1,062,813,069 H Shares. The total number of H Shares with voting rights represented by the H Shareholders attending the H Shareholders' Class Meeting in person or by proxy was 576,788,496 H Shares, representing 54.27% of the total number of H Shares.

II. POLL RESULTS OF THE MEETINGS

(1) Poll Results of the EGM

The poll results in respect of the respective resolutions at the EGM are set out below:

No.	SPECIAL RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(1)	To consider and approve the proposal of the A Share Offering; (a) Type of securities to be issued; (b) Nominal value per Share; (c) Proposed stock exchange for the listing of the A Shares; (d) Offering size; (e) Target subscriber; (f) Method of offering; (g) Pricing methodology; (h) Method of underwriting; (i) Conversion of the form of the Company; and (j) Validity period of the resolution for the proposal of the A Share Offering.	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(2)	To consider and approve the authorisation to deal with all matters relating to the A Share Offering;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(3)	To consider and approve the plan for distribution of profits accumulated before the A Share Offering;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(4)	To consider and approve the use of proceeds of the A Share Offering and the feasibility analysis;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(5)	To consider and approve the proposed amendments to the Articles of Association;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(6)	To consider and approve the proposed amendments to the Procedure Rules of the General Meetings; and	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)

No.	SPECIAL RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(7)	<p>To consider and approve that the Board, or any person(s) authorised by the Board, shall be authorised to handle the issue of the Super Short-term Commercial Papers and deal with all matters relating to such issue at its sole discretion, including but not limited to the following:</p> <p>(a) to determine, according to the market conditions, the specific plan of the issue of the Super Short-term Commercial Papers, including the timing of issue, issue size, term of maturity, coupon rate and the method of determining such rate, detailed use of proceeds, term and method for repayment of the principal amount and the interest, guarantee arrangement (if any) and other particulars;</p> <p>(b) to amend, execute and file all agreements and legal documents relevant to the issue of the Super Short-term Commercial Papers and to handle the relevant reporting, registration and filing procedures relating to the issue of the Super Short-term Commercial Papers;</p> <p>(c) to determine and appoint lead underwriter(s) and other intermediaries for the issue of the Super Short-term Commercial Papers;</p> <p>(d) in the event of any changes to the policies of the relevant regulatory authorities and/or the market conditions, to make corresponding adjustments to the particulars of the issue of the Super Short-term Commercial Papers in accordance with the opinions of the relevant regulatory authorities; and</p> <p>(e) to handle all other matters in relation to the issue of the Super Short-term Commercial Papers.</p>	<p>3,141,122,978 (99.97%)</p>	<p>863,600 (0.03%)</p>	<p>0 (0%)</p>

No.	ORDINARY RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(8)	To consider and approve the future dividend plan for the three years after the A Share Offering;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(9)	To consider and approve the A Share price stabilisation plan for the three years after the A Share Offering;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(10)	To consider and approve the dilution of immediate return as a result of the A Share Offering and remedial measures;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(11)	To consider and approve the report on the use of proceeds of the H Share Offering;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(12)	To consider and approve the undertakings on the disclosure of information in the prospectus published for the A Share Offering;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(13)	To consider and approve the appointment of domestic auditor;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(14)	To consider and approve the proposed amendments to the Rules for the Management of Proceeds of Fund Raising by the Company;	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(15)	To consider and approve the proposed amendments to the Rules for the Management of the Related Party Transactions; and	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(16)	To consider and approve the proposed amendments to the Working Rules of the Independent Directors.	3,141,122,978 (99.97%)	863,600 (0.03%)	0 (0%)
(17)	To consider and approve the appointment of Mr. Qian Shizheng as an independent non-executive director of the Company.	3,135,280,378 (99.79%)	863,600 (0.03%)	5,842,600 (0.19%)

Note: The full text of each of the above resolutions was set out in the Circular and the Supplemental Circular.

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the resolutions numbered (1) to (7), these resolutions were duly passed as special resolutions.

As more than half of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the resolutions numbered (8) to (17), these resolutions were duly passed as ordinary resolutions.

(2) Poll Results of the Domestic Shareholders' Class Meeting

The poll results in respect of the respective resolutions at the Domestic Shareholders' Class Meeting are set out below:

No.	SPECIAL RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(1)	To consider and approve the proposal of the A Share Offering; (a) Type of securities to be issued; (b) Nominal value per Share; (c) Proposed stock exchange for the listing of the A Shares; (d) Offering size; (e) Target subscriber; (f) Method of offering; (g) Pricing methodology; (h) Method of underwriting; (i) Conversion of the form of the Company; and (j) Validity period of the resolution for the proposal of the A Share Offering.	2,561,103,969 (100%)	0 (0%)	0 (0%)
(2)	To consider and approve the authorisation to deal with all matters relating to the A Share Offering;	2,561,103,969 (100%)	0 (0%)	0 (0%)
(3)	To consider and approve the plan for distribution of profits accumulated before the A Share Offering; and	2,561,103,969 (100%)	0 (0%)	0 (0%)
(4)	To consider and approve the use of proceeds of the A Share Offering and the feasibility analysis.	2,561,103,969 (100%)	0 (0%)	0 (0%)
No.	ORDINARY RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(5)	To consider and approve the future dividend plan for the three years after the A Share Offering;	2,561,103,969 (100%)	0 (0%)	0 (0%)
(6)	To consider and approve the A Share price stabilisation plan for the three years after the A Share Offering;	2,561,103,969 (100%)	0 (0%)	0 (0%)
(7)	To consider and approve the dilution of immediate return as a result of the A Share Offering and remedial measures;	2,561,103,969 (100%)	0 (0%)	0 (0%)
(8)	To consider and approve the report on the use of proceeds of the H Share Offering; and	2,561,103,969 (100%)	0 (0%)	0 (0%)
(9)	To consider and approve the undertakings on the disclosure of information in the prospectus published for the A Share Offering.	2,561,103,969 (100%)	0 (0%)	0 (0%)

Note: The full text of each of the above resolutions was set out in the Circular.

As more than two-thirds of the votes from the Domestic Shareholders (including their proxies) attending the Domestic Shareholders' Class Meeting were cast in favour of the resolutions numbered (1) to (4), these resolutions were duly passed as special resolutions.

As more than half of the votes from the Domestic Shareholders (including their proxies) attending the Domestic Shareholders' Class Meeting were cast in favour of the resolutions numbered (5) to (9), these resolutions were duly passed as ordinary resolutions.

(3) Poll Results of the H Shareholders' Class Meeting

The poll results in respect of the respective resolutions at the H Shareholders' Class Meeting are set out below:

No.	SPECIAL RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(1)	To consider and approve the proposal of the A Share Offering; (a) Type of securities to be issued; (b) Nominal value per Share; (c) Proposed stock exchange for the listing of the A Shares; (d) Offering size; (e) Target subscriber; (f) Method of offering; (g) Pricing methodology; (h) Method of underwriting; (i) Conversion of the form of the Company; and (j) Validity period of the resolution for the proposal of the A Share Offering.	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(2)	To consider and approve the authorisation to deal with all matters relating to the A Share Offering;	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(3)	To consider and approve the plan for distribution of profits accumulated before the A Share Offering; and	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(4)	To consider and approve the use of proceeds of the A Share Offering and the feasibility analysis.	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)

No.	ORDINARY RESOLUTIONS	NUMBER OF VOTES (%)		
		FOR	AGAINST	ABSTAIN
(5)	To consider and approve the future dividend plan for the three years after the A Share Offering;	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(6)	To consider and approve the A Share price stabilisation plan for the three years after the A Share Offering;	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(7)	To consider and approve the dilution of immediate return as a result of the A Share Offering and remedial measures;	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(8)	To consider and approve the report on the use of proceeds of the H Share Offering; and	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)
(9)	To consider and approve the undertakings on the disclosure of information in the prospectus published for the A Share Offering.	575,924,896 (99.85%)	863,600 (0.15%)	0 (0%)

Note: The full text of each of the above resolutions was set out in the Circular.

As more than two-thirds of the votes from the H Shareholders (including their proxies) attending the H Shareholders' Class Meeting were cast in favour of the resolutions numbered (1) to (4), these resolutions were duly passed as special resolutions.

As more than half of the votes from the H Shareholders (including their proxies) attending the H Shareholders' Class Meeting were cast in favour of the resolutions numbered (5) to (9), these resolutions were duly passed as ordinary resolutions.

By Order of the Board
Red Star Macalline Group Corporation Ltd.
GUO Binghe
Company Secretary

Shanghai, the PRC
19 April 2016

As at the date of this announcement, the executive Directors of the Company are CHE Jianxing, ZHANG Qi, CHE Jianfang and JIANG Xiaozhong; the non-executive Directors are XU Guofeng, CHEN Shuhong, Joseph Raymond GAGNON and ZHANG Qiqi; and the independent non-executive Directors are LI Zhenning, DING Yuan, LEE Kwan Hung and QIAN Shizheng.