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Timeless Software Limited

(incorporated in Hong Kong with limited liability)

(Stock code: 8028)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 25 SEPTEMBER 2013

The Board is pleased to announce that all the resolutions proposed at the AGM of the Company were duly passed by shareholders by way of poll at the AGM held on 25 September 2013.

Reference is made to the notice of the annual general meeting (the “**AGM**”) of Timeless Software Limited (the “**Company**”) dated 15 August 2013 (the “**Notice of AGM**”) and the circular of the Company dated 15 August 2013 (the “**Circular**”).

The board of directors of the Company (the “**Board**”) is pleased to announce that all the ordinary resolutions set out in the notice of the AGM were duly passed by the shareholders of the Company by poll at the AGM held on 25 September 2013.

The poll results in respect of the ordinary resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes (Approximate percentage)	
		For	Against
1.	To receive and consider the audited financial statements together with the reports of the directors (the “ Directors ”) and auditors of the Company for the year ended 31 March 2013.	656,879,000 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (Approximate percentage)	
		For	Against
2.	(i) To re-elect Mr. Cheng Kin Kwan as the executive Director;	656,879,000 (100%)	0 (0%)
	(ii) To re-elect Mr. Fung Chun Pong Louis as the executive Director;	656,879,000 (100%)	0 (0%)
	(iii) To re-elect Mr. Chan Mei Ying Spencer as the independent non-executive Director; and	656,879,000 (100%)	0 (0%)
	(iv) To re-elect, approve and confirm Ms. Tsang Wai Chun Marianna as an independent non-executive Director who has served the Company for more than nine years as an independent non-executive Director.	656,879,000 (100%)	0 (0%)
3.	To authorise the board of Directors (the “ Board ”) to fix the Directors’ remuneration.	656,879,000 (100%)	0 (0%)
4.	To re-appoint HLB Hodgson Impey Cheng Limited as the Company’s auditors to hold office until conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.	656,879,000 (100%)	0 (0%)
5.	(i) To give a general mandate to the Directors to repurchase the Company’s shares not exceeding 10% of the total nominal amount of the existing issued share capital.	656,879,000 (100%)	0 (0%)
	(ii) To give a general mandate to the Directors to allot, issue and deal with additional shares in the capital of the Company not exceeding 20% of the existing issued share capital.	656,879,000 (100%)	0 (0%)
	(iii) To extend the general mandate granted to the Directors to allot and issue additional shares of the Company by the number of shares repurchased.	656,879,000 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (Approximate percentage)	
		For	Against
6.	To approve the increase in authorised share capital of the Company.	656,879,000 (100%)	0 (0%)
7.	To approve the adoption of the New Share Option Scheme (as defined in the notice of the Meeting).	656,879,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions, all of the above resolutions were duly passed as ordinary resolutions of the Company.

Note: The full text of the ordinary resolutions proposed at the AGM was set out in the Notice of AGM.

As at the date of the AGM, the total number of issued shares of the Company was 1,608,201,503 shares, which was the total number of shares entitling the shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 17.47A of the GEM Listing Rules and there were no Shares requiring the Shareholders to abstain from voting at the AGM under the Rules Governing the Listing of Securities on The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). No parties were indicated in the Circular that they intended to vote against or to abstain from voting on any resolution at the AGM.

The Company’s share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Timeless Software Limited
Cheng Kin Kwan
Chairman & Chief Executive Officer

Hong Kong, 25 September 2013

As at the date hereof, Mr. Cheng Kin Kwan (Chairman), Mr. Law Kwai Lam, Ms. Leung Mei Sheung Eliza, Ms. Zheng Ying Yu, Mr. Fung Chun Pong Louis, Mr. Liao Yun, Mr. Felipe Tan and Mr. Zhang Ming are executive directors of the Company; and Ms. Tsang Wai Chun Marianna, Mr. Chan Mei Ying Spencer, Mr. Lam Kwai Yan and Ms. Chan Choi Ling are independent non-executive directors of the Company.

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 Announcements” page of the GEM website at <http://www.hkgem.com> for at least seven days from the date of its publication and on the Company’s website at <http://www.timeless.com.hk>.