

ASIA FASHION HOLDINGS LIMITED

(Company Registration No. 41195)

(Incorporated in Bermuda)

THE PROPOSED CONSOLIDATION OF EVERY SIXTEEN (16) EXISTING ISSUED AND UNISSUED ORDINARY SHARES OF PAR VALUE US\$0.005 EACH IN THE CAPITAL OF THE COMPANY AS AT THE BOOKS CLOSURE DATE TO BE DETERMINED, INTO ONE (1) ORDINARY SHARE OF PAR VALUE US\$0.08 EACH IN THE CAPITAL OF THE COMPANY, FRACTIONAL ENTITLEMENTS TO THE CONSOLIDATED SHARES RESULTING FROM THE SHARE CONSOLIDATION TO BE DISREGARDED (THE “PROPOSED SHARE CONSOLIDATION”)

- RESOLUTION PASSED AT SPECIAL GENERAL MEETING HELD ON 5 FEBRUARY 2016

Unless otherwise defined, all capitalised terms shall bear the same meanings ascribed to them in the Announcements and Circular (as defined herein).

The Board of Directors of Asia Fashion Holdings Limited (the “**Company**”) refers to its announcements dated 25 November 2015, 29 December 2015, 4 January 2016 and 20 January 2016 (collectively, the “**Announcements**”) and the circular to Shareholders dated 20 January 2016 (the “**Circular**”), and wishes to announce that at the SGM of the Company held on 5 February 2016, the resolution relating to the matters set out in the Notice of Special General Meeting dated 20 January 2016 was duly passed on a poll vote. The scrutineer appointed for the SGM was Lee & Lee.

The result of the poll on the resolution put to the vote at the SGM is set out below for information:

Resolution number and details	Total number of Shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Resolution 1: Approval of the Proposed Share Consolidation	449,268,375	449,268,375	100.00	0	0.00

BY ORDER OF THE BOARD

Mak Tin Sang
Executive Chairman and Chief Executive Officer
5 February 2016