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Guru Online (Holdings) Limited
超凡網絡(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8121)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 8 SEPTEMBER 2015**

Reference is made to the notice of extraordinary general meeting (the “**EGM**”) dated 21 August 2015 (the “**EGM Notice**”) of Guru Online (Holdings) Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company dated 21 August 2015. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Circular.

The board (the “**Board**”) of directors of the Company (the “**Directors**”) is pleased to announce that the ordinary resolution as set out in EGM Notice was duly passed by the Shareholders by way of poll at the EGM held at 3:00 p.m. on 8 September 2015.

The scrutineer of the EGM was Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company.

As at the date of the EGM, the total number of issued Shares was 1,667,200,000 Shares, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the resolution at the EGM. The total number of Shares entitling the Shareholders to attend and abstain from voting in favour of the resolution at the EGM as set out in rule 17.47A of the GEM Listing Rules was Nil. No Shareholder is required under the GEM Listing Rules to abstain from voting on the resolution at the EGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolution at the EGM.

Details of the poll results in respect of the ordinary resolution proposed at the EGM are as follows:

ORDINARY RESOLUTION	NUMBER OF VOTES (%)	
	FOR	AGAINST
To approve the declaration and payment of interim dividend of HK\$0.78 cent per share out of the share premium account of the Company.	664,274,000 (100.00%)	0 (0.00%)

The description of the above resolution is by way of summary only. Please refer to the EGM Notice for the full text of the resolution.

As more than 50% of the votes were cast in favor of the above resolution, the resolution was duly passed as an ordinary resolution of the Company.

By order of the Board
Guru Online (Holdings) Limited
Yip Shek Lun
*Chairman of the Board, Chief Executive Officer
And Executive Director*

Hong Kong, 8 September 2015

As at the date of this announcement, the executive Directors are Mr. Yip Shek Lun, Mr. Ng Chi Fung and Ms. Wan Wai Ting; the non-executive Directors are Ms. Wang Lai Man, Liza, Ms. Cheung Laam and Ms. Hu Ming, and the independent non-executive Directors are Mr. Tso Ping Cheong, Brian, Mr. David Tsoi, Mr. Hong Ming Sang and Mr. Lam Tung Leung.

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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM's website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at www.guruonline.hk.