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## **Yuanda China Holdings Limited**

**遠大中國控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2789)**

### **POLL RESULTS FOR ANNUAL GENERAL MEETING HELD ON 24 MAY 2012**

Reference is made to the circular of Yuanda China Holdings Limited (the “**Company**”) dated 24 April 2012 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

The board of directors (the “**Board**”) of the Company is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 24 May 2012, all the proposed resolutions as set out in the notice of the AGM dated 24 April 2012 were duly passed by the Shareholders by way of poll. The poll results in respect of all the resolutions proposed at the AGM are as follows:–

<b>Resolutions</b>		<b>Number of votes cast and percentage of total number of votes cast</b>		<b>Total number of votes cast</b>
		<b>For</b>	<b>Against</b>	
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the “ <b>Directors</b> ”) and the auditors of the Company for the year ended 31 December 2011.	4,745,111,291 (100.00%)	0 (0.00%)	4,745,111,291
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				

	Resolutions	Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
2.	To declare a final dividend of HK\$0.04 per ordinary share of the Company for the year ended 31 December 2011 to the shareholders of the Company.	4,745,111,291 (100.00%)	0 (0.00%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3(a).	To re-elect Mr. Tian Shouliang as an executive Director.	4,740,171,088 (99.90%)	4,940,203 (0.10%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3(b).	To re-elect Mr. Guo Zhongshan as an executive Director.	4,586,515,088 (96.66%)	158,596,203 (3.34%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3(c).	To re-elect Mr. Wang Yijun as an executive Director.	4,743,681,291 (99.97%)	1,430,000 (0.03%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3(d).	To re-elect Mr. Poon Chiu Kwok as independent non-executive Director.	4,664,595,088 (98.30%)	80,516,203 (1.70%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3(e).	To re-elect Mr. Woo Kar Tung, Raymond as independent non-executive Director.	4,745,111,291 (100.00%)	0 (0.00%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3(f).	To re-elect Mr. Pang Chung Fai, Benny as independent non-executive Director.	4,743,681,291 (99.97%)	1,430,000 (0.03%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

	Resolutions	Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
4.	To authorise the Board to fix the Directors' remuneration.	4,743,681,291 (100.00%)	0 (0.00%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
5.	To re-appoint KPMG as auditors of the Company and authorise the board of Directors to fix their remuneration.	4,741,601,088 (99.99%)	832,000 (0.01%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
6.	To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.	4,350,450,785 (91.68%)	394,660,506 (8.32%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
7.	To grant a general mandate to the Directors to purchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution.	4,745,111,291 (100.00%)	0 (0.00%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
8.	To extend the general mandate granted by resolution 6 by adding the shares purchased pursuant to the general mandate granted by resolution no. 7.	4,350,304,785 (91.68%)	394,806,506 (8.32%)	4,745,111,291
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

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

As at the date of the AGM, the total number of share in issue was 6,208,734,000 shares, which was the total number of shares entitling shareholders of the Company to attend and vote on all the resolutions at the AGM. No shareholders of the Company was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") to abstain from voting on any of the resolutions at the AGM. No shareholders of the Company who was eligible to attend the AGM and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.

By Order of the Board  
**Yuanda China Holdings Limited**  
**Mr. KANG Baohua**  
*Chairman*

Hong Kong, 24 May 2012

*As at the date of this announcement, the Board comprises 11 Directors. Executive Directors are Mr. Kang Baohua (chairman), Mr. Tian Shouliang (chief executive officer), Mr. Guo Zhongshan, Mr. Wang Yijun, Mr. Si Zuobao, Mr. Wu Qingguo, Mr. Wang Lihui and Mr. Wang Deqiang, and the independent non-executive Directors are Mr. Poon Chiu Kwok, Mr. Woo Kar Tung, Raymond and Mr. Pang Chung Fai, Benny.*