



寶業集團股份有限公司
BAOYE GROUP COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 2355)

RESULTS OF EXTRAORDINARY GENERAL MEETING

The Board is pleased to announce that at the EGM held on 10 March 2006, the Ordinary Resolution and the Special Resolution as set out in the Notice to approve the Acquisition Agreement and the Proposed Issue were duly passed by way of poll.

Reference is made to the circular (“Circular”) dated 18 January 2006 issued by Baoye Group Company Limited (the “Company”). Unless the context otherwise requires, capitalised terms defined in the Circular shall have the same meanings when used therein.

RESULTS OF EGM

The Board is pleased to announce that at the EGM held on 10 March 2006, the ordinary resolution (“**Ordinary Resolution**”) and the special resolution (“**Special Resolution**”) as set out in the notice of the EGM dated 18 January 2006 (“**Notice**”) to approve the Acquisition Agreement and the Proposed Issue were duly passed by way of poll. Tengis Limited, the H Share registrar of the Company in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The poll results taken at the EGM were as follows:

	No. of votes cast and approximate percentage of total number of votes cast	
	For	Against
Ordinary Resolution to approve, among other matters, the Acquisition Agreement and all transactions contemplated therein, as set out in the Notice	409,988,219 (100%)	Nil (0%)
Special Resolution to approve, among other matters, the Proposed Issue and all transactions contemplated therein, as set out in the Notice	416,342,453 (100%)	Nil (0%)

Please refer to the Notice for full version of the Ordinary Resolution and the Special Resolution.

As at the date of the EGM, the issued share capital of the Company was 610,927,013 shares (“**Shares**”) of the Company.

Ordinary Resolution

The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolution was 604,572,779 Shares, representing approximately 98.96% of the total issued share capital of the Company. As disclosed in the Circular, Mr. Wang Liequan, Mr. Chen Baorong and Mr. Xia Weimin, who are indirectly interested in an aggregate of 0.1% equity interests in Baoye Real Estate and are also Shareholders, have abstained from voting in respect of the Ordinary Resolution. Mr. Wang Liequan, Mr. Chen Baorong and Mr. Xia Weimin hold an aggregate of 6,354,234 Shares, representing approximately 1.04% of the total issued share capital of the Company.

Special resolution

The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Special Resolution was 610,927,013 Shares, representing approximately 100% of the total issued share capital of the Company. No Shareholder is required to abstain from voting in respect of the Special Resolution.

By order of the Board
Baoye Group Company Limited*
Pang Baogen
Chairman

Zhejiang Province, the PRC
10 March 2006

* For identification purposes only

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Pang Baogen, Mr. Gao Jiming, Mr. Gao Lin and Mr. Zhou Hanwan; one non-executive Director, namely Mr. Hu Shaozeng; and three independent non-executive Directors, namely Mr. Wang Youwei, Mr. Yi Deqing and Mr. Dennis Yin Ming Chan.

Please also refer to the published version of this announcement in South China Morning Post and Hong Kong Economic Times.