



Golden Harvest

GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1132)

ISSUE OF UP TO HK\$100,000,000 4 PER CENT. CONVERTIBLE NOTES DUE 2008 SERIES II: CONNECTED TRANSACTION

RESULTS OF THE SPECIAL GENERAL MEETING

The Board is pleased to announce that the resolutions proposed at the Special General Meeting were duly passed by the Shareholders.

Reference is made to the Company's circular to the Shareholders dated 31 July 2006 (the "**Circular**") in respect of the Special General Meeting (the "**SGM**") held on 16 August 2006. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

At the SGM, the ordinary resolutions set out in the notice of the SGM approving the Subscription Agreements were duly passed by way of poll. As at the date of the SGM, the total number of issued Shares was 1,330,309,375 Shares. Since Mr Chow, Mr Li Ka-shing, Typhoon Music (PRC) Limited and their respective associates were required to abstain from voting at the SGM, the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the SGM was 652,978,348 Shares.

No shareholder was required to vote only against the resolution at the SGM. The Company's branch share registrar in Hong Kong, Tengis Limited, acted as the scrutineer at the SGM for the purpose of vote-taking. The following is the poll results in respect of the resolutions proposed at the SGM:

| Resolutions | For | | Against | |
|--|-------------------------|------------|-------------------------|------------|
| | <i>Number of Shares</i> | <i>(%)</i> | <i>Number of Shares</i> | <i>(%)</i> |
| (a) To approve the entry by the Company into the Subscription Agreements with each of Quick Target Limited, Pleasant Villa Investments Limited, Garex Resources Limited and Typhoon Music (PRC) Limited and the allotment and issue of the Conversion Shares upon conversion of the Notes | 307,043,799 | 100 | Nil | 0 |
| (b) To authorize the Directors of the Company to exercise all the powers of the Company to allot, issue and deal with the Notes and the Conversion Shares in accordance with the Subscription Agreements and the terms and conditions of the Notes and any one or more directors of the Company other than the directors connected to the issue of the Notes to do all such acts and things as they consider necessary or expedient for the purpose of giving effect to the Subscription Agreements and completing the transactions contemplated thereby | 307,043,799 | 100 | Nil | 0 |

By Order of the Board

Lee So Ching

Company Secretary

Hong Kong, 16 August 2006

As at the date of this announcement, the executive directors of the Company are Raymond Chow Ting Hsing, Phoon Chiong Kit, David Chan Sik Hong, Roberta Chin Chow Chung Hang and Lau Pak Keung (alternate to Phoon Chiong Kit); the non-executive director is Eric Norman Kronfeld; and the independent non-executive directors are Paul Ma Kah Woh, Frank Lin and Prince Chatrichalerm Yukol.