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**ASIA STANDARD HOTEL GROUP LIMITED**

**泛海酒店集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code : 292)**

**POLL RESULTS OF ANNUAL GENERAL MEETING AND SPECIAL  
GENERAL MEETING HELD ON 8 SEPTEMBER 2009  
AND  
ADJUSTMENTS TO THE EXERCISE PRICES AND THE NUMBER  
OF OUTSTANDING SHARE OPTIONS AND THE SUBSCRIPTION  
PRICE OF THE OUTSTANDING BONUS WARRANTS**

**POLL RESULTS OF THE AGM AND THE SGM**

The Board is pleased to announce that the resolutions as set out in the AGM Notice and the SGM Notice were duly passed by the Shareholders by way of poll at the AGM and the SGM, respectively, held on 8 September 2009.

**ADJUSTMENTS TO THE EXERCISE PRICES AND THE NUMBER OF  
OUTSTANDING SHARE OPTIONS AND THE SUBSCRIPTION PRICE OF  
THE OUTSTANDING BONUS WARRANTS**

Pursuant to the terms and conditions of the Share Option Scheme and in accordance with Rule 17.03(13) of the Listing Rules and the Supplementary Guidance, the exercise prices and the number of outstanding Share Options will be adjusted when the Capital Reorganisation becomes effective on 9 September 2009.

In addition, an adjustment will be made to the subscription price of the Bonus Warrants so that when the Capital Reorganisation becomes effective on 9 September 2009, the existing Subscription Price of HK\$0.029 per Share shall be adjusted to become HK\$0.29 per Share and the initial Subscription Price of HK\$0.146 per Share shall be adjusted to become HK\$1.46 per Share. Warrantheolders should multiply the Exercise Moneys (being the amount of the Bonus Warrants) shown on the Bonus Warrant certificate by 0.29 and then divide the resultant amount by 1.46, in order to ascertain the Exercise Moneys after the Proposed Adjustment.

Reference is made to the Company’s notice of annual general meeting (the “**AGM Notice**”) dated 29 July 2009 and the notice of special general meeting dated 14 August 2009 (the “**SGM Notice**”) and circulars dated 29 July 2009 and 14 August 2009 (the “**Circulars**”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circulars.

## **POLL RESULTS OF THE AGM AND THE SGM**

The Board is pleased to announce that the resolutions as set out in the AGM Notice and the SGM Notice were duly passed by the Shareholders by way of poll at the AGM and the SGM, respectively, held on 8 September 2009.

Details of the poll results of the AGM are as follows:-

<b>Ordinary Resolutions</b>		<b>Number of votes cast (Approximate percentage of total number of votes cast)</b>		<b>Total number of votes cast</b>
		<b>For</b>	<b>Against</b>	
1.	To receive and consider the audited financial statements and the reports of the Directors of the Company and auditors for the year ended 31 March 2009;	9,402,456,054 (99.55%)	42,724,094 (0.45%)	9,445,180,148
2.	(a) To re-elect Dr. Lim Yin Cheng as Executive Director.	9,401,139,717 (99.53%)	44,040,431 (0.47%)	9,445,180,148
	(b) To re-elect Mr. Ip Chi Wai as Independent Non-executive Director.	9,402,456,054 (99.55%)	42,724,094 (0.45%)	9,445,180,148
	(c) To approve Directors’ remuneration.	9,401,139,717 (99.55%)	42,724,094 (0.45%)	9,443,863,811
3.	To appoint PricewaterhouseCoopers as auditors for the ensuing year and to authorise the Board to fix their remuneration.	9,402,956,054 (99.55%)	42,224,094 (0.45%)	9,445,180,148
4.	(A) To grant a general mandate to the Directors to allot and issue additional Shares not exceeding 20% of the issued share capital of the Company.	9,259,035,727 (98.03%)	186,144,421 (1.97%)	9,445,180,148
	(B) To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company.	9,402,053,415 (99.54%)	43,126,733 (0.46%)	9,445,180,148

Ordinary Resolutions		Number of votes cast (Approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
	(C) To extend the mandate granted under the above Resolution No. 4A by adding the aggregate amount of Shares repurchased by the Company pursuant to the mandate granted under the above Resolution No. 4B.	9,259,035,727 (98.03%)	186,144,421 (1.97%)	9,445,180,148
Special Resolution		Number of votes cast (Approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
5.	To approve amendments to the existing Bye-Laws of the Company as referred to in Ordinary Resolution no. 5 in the AGM Notice.	9,402,053,415 (99.54%)	43,126,733 (0.46%)	9,445,180,148

As at the date of the AGM, the entire issued share capital of the Company comprised 13,078,838,520 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. None of the Shares entitled the holders to attend and vote only against the resolutions proposed at the AGM. No Shareholders were required to abstain from voting on any of the resolutions at the AGM.

Details of the poll result of the SGM are as follows:-

Special Resolution		Number of votes cast (Approximate percentage of total number of votes cast)		Total number of votes cast
		For	Against	
To approve the Capital Reorganisation		9,410,941,857 (99.52%)	44,935,649 (0.48%)	9,455,877,506

As at the date of the SGM, the entire issued share capital of the Company comprised 13,078,838,520 Shares. None of the Shares entitled the holders to attend and vote only against the resolution proposed at the SGM. No Shareholders were required to abstain from voting on the resolution at the SGM.

Computershare Hong Kong Investor Services Limited, the Hong Kong Branch Share Registrar, acted as the scrutineer for vote-taking at the AGM and the SGM.

## ADJUSTMENTS TO THE EXERCISE PRICES AND THE NUMBER OF THE OUTSTANDING SHARE OPTIONS

Pursuant to the terms and conditions of the Share Option Scheme and in accordance with Rule 17.03(13) of the Listing Rules and the supplementary guidance attached to the letter issued by the Stock Exchange dated 5 September 2005 relating to share option schemes (the “**Supplementary Guidance**”), adjustments to the exercise prices and the number of the outstanding Share Options will be required when the Capital Reorganisation becomes effective on 9 September 2009. The exercise prices and the number of the outstanding Share Options will be adjusted in the following manner:

	Before Adjustments		After Adjustments	
	Exercise price per Share (HK\$)	Number of outstanding Share Options	Exercise price per Share (HK\$)	Number of outstanding Share Options
<b>Date of grant</b>				
29 March 2007	0.1296	160,000,000	1.296	16,000,000
2 April 2007	0.130	629,999,991	1.30	62,999,999

The Company’s auditors have reviewed and confirmed the above adjustments.

## ADJUSTMENT TO THE SUBSCRIPTION PRICE OF THE OUTSTANDING BONUS WARRANTS

Reference is made to the announcement (the “**Announcement**”) of the Company dated 7 September 2009 in relation to the adjustments to the subscription price (the “**Subscription Price**”) and the exercise moneys (the “**Exercise Moneys**”) of the Bonus Warrants. The Company would like to draw the attention of the Shareholders to the fact that there is a typographical error in the last third line of the last paragraph of the Announcement. The figure “0.199” in the last third line of the last paragraph of the Announcement should be “0.029” instead.

In addition, the Directors consider that as a result of the Capital Reorganisation, an adjustment should be made to the Subscription Price (the “**Proposed Adjustment**”) so that when the Capital Reorganisation becomes effective on 9 September 2009, the existing Subscription Price of HK\$0.029 per Share shall be adjusted to become HK\$0.29 per Share and the initial Subscription Price of HK\$0.146 per Share (being the denominator in the fraction of approximately 0.199 by which the outstanding Exercise Moneys shall be multiplied after the fourth reset adjustment) shall be adjusted to become HK\$1.46, notwithstanding the Capital Reorganisation does not

fall within any of the specific events set out in the terms and conditions of the Bonus Warrants for which an adjustment is required. In accordance with the terms and conditions of the Bonus Warrants, the Company has appointed its auditors to consider whether the absence of the Proposed Adjustment would not or might not fairly and appropriately reflect the relative interests of the persons affected thereby and if so, whether the Proposed Adjustment is appropriate. The Company's auditors have reviewed and confirmed the Proposed Adjustment.

Therefore, the Subscription Price after the Proposed Adjustment will become HK\$0.29 per Share. Warrantholders should multiply the Exercise Moneys (being the amount of the Bonus Warrants) shown on the Bonus Warrant certificate by 0.29 and then divide the resultant amount by 1.46, in order to ascertain the Exercise Moneys after the Proposed Adjustment.

By order of the Board of  
**Asia Standard Hotel Group Limited**  
**Lim Yin Cheng**  
*Deputy Chairman*

Hong Kong, 8 September 2009

*As at the date of this announcement, the Executive Directors of the Company are Mr. Poon Jing, Dr. Lim Yin Cheng, Mr. Fung Siu To, Clement, Mr. Poon Tin Sau, Robert and Mr. Woo Wei Chun, Joseph and the Independent Non-executive Directors are Mr. Ip Chi Wai, Mr. Leung Wai Keung and Mr. Hung Yat Ming.*

\* *for identification purposes only*