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## **CHINA TING GROUP HOLDINGS LIMITED**

**華鼎集團控股有限公司**

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

**(Stock code: 3398)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 22 MAY 2009**

<p>The Board is pleased to announce the Ordinary Resolutions set out in the AGM Notice were duly passed by the Shareholders at the AGM held on 22 May 2009, by way of poll.</p>
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Reference is made to the circular of the Company dated 17 April 2009 (the “**Circular**”) and all the Ordinary Resolutions proposed in the AGM Notice, which was despatched to the Shareholders on 17 April 2009. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

#### **POLL RESULTS OF THE AGM**

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll. Accordingly, at the AGM held on 22 May 2009, the Chairman demanded a poll on all the Ordinary Resolutions as set out in the AGM Notice.

As at the date of the AGM, the number of issued shares of the Company was 2,092,238,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions proposed at the AGM. There were no restrictions on any Shareholders to cast votes on any of the Ordinary Resolutions at the AGM. To practice good corporate governance, Messrs. TING Man Yi, TING Hung Yi, DING Jianer and CHENG Chi Pang, being the Shareholders, abstained from voting on Ordinary Resolution No. 3(B) of the AGM Notice.

The poll results are as follows:

Ordinary Resolution		Number of Votes (Approximate %)	
		For	Against
1.	To receive and consider the audited financial statements and reports of the Directors and the Auditors for the year ended 31 December 2008.	1,635,720,271 (99.999878%)	2,000 (0.000122%)
2.	To declare a special dividend of HK2.09 cents per Share and a final dividend of HK2.37 cents per Share for the year ended 31 December 2008.	1,639,904,271 (99.999878%)	2,000 (0.000122%)
3.(A)	(i) To re-elect Mr. TING Man Yi as an executive Director.	1,639,904,271 (99.999878%)	2,000 (0.000122%)
	(ii) To re-elect Mr. TING Hung Yi as an executive Director.	1,639,002,271 (99.944875%)	904,000 (0.055125%)
	(iii) To re-elect Mr. DING Jianer as an executive Director.	1,639,904,271 (99.999878%)	2,000 (0.000122%)
3.(B)	To authorize the Board to determine the remuneration of the Directors.	149,904,271 (99.998666%)	2,000 (0.001334%)
4.	To re-appoint the Auditors and to authorize the Board to fix their remuneration.	1,639,904,271 (99.999878%)	2,000 (0.000122%)
5.(A)	To grant an unconditional general mandate to the Directors to allot and issue Shares.	1,548,230,000 (94.409664%)	91,676,271 (5.590336%)
5.(B)	To grant an unconditional general mandate to the Directors to repurchase Shares.	1,639,904,271 (99.999878%)	2,000 (0.000122%)
5.(C)	To extend the general mandate granted to the Directors to issue Shares by the Shares repurchased.	1,548,630,000 (94.434056%)	91,276,271 (5.565944%)

All the Ordinary Resolutions proposed at the AGM were duly passed.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer for the poll voting.

By order of the Board  
**China Ting Group Holdings Limited**  
**CHENG Ho Lung, Raymond**  
*Company Secretary*

Hong Kong, 22 May 2009

*As at the date of this announcement, the Board comprises seven Directors, of which Mr. TING Man Yi (Chairman), Mr. TING Hung Yi (Chief Executive Officer), Mr. DING Jianer and Mr. CHEUNG Ting Yin, Peter are executive Directors, and Dr. CHENG Chi Pang, Mr. WONG Chi Keung and Mr. LEUNG Man Kit are independent non-executive Directors.*