

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



21 Holdings Limited

21 控股有限公司*

(incorporated in Bermuda with limited liability)

(stock code: 1003)

**(1) POLL RESULTS OF SPECIAL GENERAL MEETING
HELD ON 15 JUNE 2012;
AND
(2) CAPITAL REORGANISATION**

POLL RESULTS OF THE SGM

The Board is pleased to announce that the resolution as set out in the notice of SGM dated 23 May 2012 was duly passed by way of poll at the SGM held on 15 June 2012.

CAPITAL REORGANISATION

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective from Monday, 18 June 2012.

Reference is made to the circular of the Company dated 23 May 2012 (the “**Circular**”) in respect of, inter alia, the proposed Capital Reorganisation and the Change in Board Lot Size. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the resolution as set out in the notice of SGM dated 23 May 2012 was duly passed by way of poll at the SGM held on 15 June 2012.

As at the date of the SGM, there were a total of 1,338,796,179 Shares in issue which was the total number of Shares entitling the holders to attend and vote for or against the resolution set out in the notice of SGM in respect of the Capital Reorganisation. To the best of the Directors’ knowledge, information and belief having made reasonable enquiries, no Shareholders were required to abstain from voting for or vote only against the resolution in relation to the Capital Reorganisation.

** for identification purpose only*

The poll results in respect of the resolution proposed at the SGM are as follows:

Special resolution	Number of votes (approximate % of total number of votes present and voted at the SGM)		Total number of votes cast
	For	Against	
To approve the Capital Reorganisation	877,303,912 (87.09%)	130,044,636 (12.91%)	1,007,348,548

As more than 75% of the votes (of those attending the meeting in person, by their duly authorised representatives, or by proxy) were cast in favour of the above resolution, the above resolution was duly passed as a special resolution of the Company.

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

CAPITAL REORGANISATION

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective from Monday, 18 June 2012. Adjusted Shares shall commence trading with effect from 9:00 a.m. on Monday, 18 June 2012 and free exchange of existing share certificates in purple for new share certificates in brown shall be offered during the period from Monday, 18 June 2012 to Thursday, 26 July 2012 (both days inclusive). Details of the trading arrangements are set out in the Circular.

By Order of the Board
21 Holdings Limited
Ng Kai Man
Chairman

Hong Kong, 15 June 2012

As at the date of this announcement, the Board comprises Mr. Ng Kai Man (Chairman) and Mr. Cheng Yuk Wo as executive Directors and Mr. Lui Siu Tsuen, Richard, Mr. Ding Chung Keung and Ms. Cheung Sze Man as independent non-executive Directors.