



Lenovo Group Limited 聯想集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 0992)

PROPOSED OFF-MARKET REPURCHASE OF NON-VOTING SHARES CONNECTED TRANSACTION

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 1 AUGUST 2005

At the extraordinary general meeting of Lenovo Group Limited held today, the special resolution to approve the proposed off-market repurchase of 435,717,757 Non-voting Shares was duly passed.

Reference is made to the announcement of the Company dated 4 May 2005, the shareholders' circular of the Company (the "**Circular**") and the notice (the "**Notice**") of the Extraordinary General Meeting (the "**EGM**") of the Company both dated 6 July 2005 relating to the proposed off-market repurchase of 435,717,757 Non-voting Shares from IBM. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF EGM

At the EGM held today, voting of the proposed resolution as set out in the notice of the EGM and contained in the Circular (the "**Special Resolution**") was taken on a poll. IBM, its concert parties and associates abstained from voting. Further, the Investors and their respective associates also abstained from voting. The Board is pleased to announce that at the EGM, the Special Resolution was duly passed by the Independent Shareholders and the poll results are as follows:

	No. of Votes (Approx. %)	
	For	Against
Special Resolution approving the proposed off-market repurchases of Non-voting Shares	4,890,598,604 (99.46%)	26,661,709 (0.54%)

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

- (1) The total number of shareholders voted in person or by proxy at the EGM: 26 Shareholders.
- (2) The total number of shares voted for or against the Special Resolution at the EGM: 4,917,260,313 Shares, representing 52.23% of the total outstanding voting rights of the Company as at the date of the EGM and approximately 65.73% of the total number of shares entitling the holder to attend and vote for or against the Special Resolution at the EGM, respectively.
- (3) The total number of shares entitling the holder to attend and vote for or against the Special Resolution at the EGM: 7,480,752,108 Shares, representing approximately 79.46% of the total outstanding voting rights of the Company as at the date of the EGM.

- (4) The total number of shares entitling the holder to attend and vote only against the Special Resolution at the EGM: 2,730,000 Convertible Preferred Shares, which entitled holders thereof to 1,001,834,862 votes. As disclosed in the Circular, the Stock Exchange has determined that the Investors' interests in the Share Repurchase were not the same as those of the minority Shareholders and accordingly the Investors and their respective associates were required to abstain from voting in favour of the Special Resolution. As at the date of the EGM, the Investors were interested in 2,730,000 Convertible Preferred Shares, entitling the Investors to 1,001,834,862 votes. The Investors and their respective associates abstained from voting on the Special Resolution at the EGM.
- (5) As disclosed in the Circular, IBM has a material interest in the Repurchase Agreement and was therefore required to abstain from voting on the Special Resolution at the EGM. As at the date of the EGM, IBM was interested in 931,870,515 Shares and 811,000,513 Non-voting Shares. IBM, its concert parties and associates abstained from voting on the Special Resolution at the EGM.
- (6) Abacus Share Registrars Limited, the share registrar of the Company, was appointed as scrutineer for the purpose of the poll taken at the EGM.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and that there are no other facts not contained in this announcement, the omission of which would make any statement in the announcement misleading.

By order of the Board
Yang Yuanqing
Chairman

Hong Kong, 1 August 2005

As at the date of this announcement, the Executive Directors are Mr Yang Yuanqing, Mr Stephen M Ward, Jr and Ms Ma Xuezheng; the Non-executive Directors are Mr Liu Chuanzhi, Mr Zhu Linan, Mr James G Coulter, Mr William O Grabe, Mr Shan Weijian, Mr Justin T Chang (alternate Director to Mr James G Coulter), Mr Vince Feng (alternate Director to Mr William O Grabe) and Mr Daniel A Carroll (alternate Director to Mr Shan Weijian); and Independent Non-executive Directors are Mr Wong Wai Ming, Professor Woo Chia-Wei and Mr Ting Lee Sen.

“Please also refer to the published version of this announcement in The Standard”