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## SUNNY OPTICAL TECHNOLOGY (GROUP) COMPANY LIMITED

舜宇光學科技（集團）有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 2382)

### POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 11 MAY 2012

The Board is pleased to announce that all the resolutions set out in the Notice of AGM were duly passed by the Shareholders attending and voting at the AGM by way of poll.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Sunny Optical Technology (Group) Company Limited (the “**Company**”) is pleased to announce that all the resolutions as more particularly set out in the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) dated 30 March 2012 were duly passed by the shareholders of the Company (the “**Shareholders**”) attending and voting at the AGM held on 11 May 2012 by way of poll. Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, acted as scrutineer for the poll at the AGM.

As at the date of the AGM, the total number of shares of the Company in issue was 1,000,000,000 ordinary shares, which was the total number of shares entitling the holders thereof to attend and vote for or against all resolutions. There was no restriction on any Shareholders casting any vote on any of the resolutions at the AGM.

Details of the poll results in respect of all the resolutions put to vote at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
1.	To receive and consider the audited consolidated accounts and the reports of Directors and auditors of the Company for the year ended 31 December 2011.	626,769,180 (100%)	0 (0.00%)
2.	To declare a final dividend for the year ended 31 December 2011.	626,769,180 (100%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
3.	(a) To re-elect the following Directors:		
	(i) Mr. Wang Wenjian as non-executive Director;	626,769,180 (100%)	0 (0.00%)
	(ii) Mr. Ye Liaoning as executive Director;	626,769,180 (100%)	0 (0.00%)
	(iii) Mr. Zhang Yuqing as independent non-executive Director;	626,769,180 (100%)	0 (0.00%)
	(b) To authorise the Board to fix the remuneration of the Directors.	618,384,180 (98.66%)	8,385,000 (1.34%)
4.	To re-appoint Deloitte Touche Tohmatsu as the Company's external auditors and to authorise the Board to fix their remuneration.	626,768,180 (99.99%)	1,000 (0.01%)
5.	THAT a general and unconditional mandate be granted to the Directors to exercise all the power to allot, issue and otherwise deal with new shares in the Company not exceeding 20% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of the relevant resolution.	574,196,180 (91.61%)	52,573,000 (8.39%)
6.	THAT a general and unconditional mandate be granted to the Directors to repurchase shares of the Company on The Stock Exchange of Hong Kong Limited of up to 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of the relevant resolution.	626,769,180 (100%)	0 (0.00%)
7.	THAT subject to the passing of resolutions numbered 5 and 6, the number of shares to be allotted, issued and otherwise dealt with by the Directors pursuant to resolution numbered 5 be increased by the aggregate amount of share capital of the Company which are to be repurchased by the Company pursuant to the authority granted to the Directors under resolution numbered 6.	574,357,180 (91.64%)	52,412,000 (8.36%)
SPECIAL RESOLUTION		Number of Votes (%)	
		FOR	AGAINST
8.	To amend the articles of association of the Company and adopt the new articles of association of the Company.	626,768,180 (100%)	0 (0.00%)

By order of the Board  
**Sunny Optical Technology (Group) Company Limited**  
**Ye Liaoning**  
*Chairman and Executive Director*

Hong Kong, 11 May 2012

*As at the date of this announcement, the Board comprises of Mr. Ye Liaoning, Mr. Sun Yang, who are executive directors, and Mr. Wang Wenjian, Mr. Sha Ye, who are non-executive directors, and Mr. Chu Peng Fei Richard, Dr. Liu Xu, Mr. Zhang Yuqing, who are independent non-executive directors.*