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China AU Group Holdings Limited

中國金豐集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8176)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 27 JULY 2012 AND RETIREMENT OF DIRECTOR

Reference is made to the circular (the “**Circular**”) and the notice of AGM (the “**Notice of AGM**”) of China AU Group Holdings Limited (the “**Company**”) both dated 25 June 2012 in relation to, among other matters, proposals for re-election of Directors. Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise herein.

RESULTS OF THE AGM

The Board is pleased to announce that save and except for the resolution 2.1.7, all of the resolutions set out in the Notice of AGM (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the AGM.

The Company’s branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM was 1,312,200,000 Shares, representing the entire issued Shares as at the date of the AGM. No Shareholder was required to abstain from voting on the Resolutions and no Shareholder was entitled to attend and vote only against the Resolutions at the AGM.

* *For identification purpose only*

The poll results in respect of each of the Resolutions were as follows:

ORDINARY RESOLUTIONS		FOR Number of Shares (Approximate %)	AGAINST Number of Shares (Approximate %)
1.	To receive the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the year ended 30 June 2011	554,897,761 (100%)	0 (0%)
2.	2.1 Each as a separate resolution, to re-elect the following Directors		
	2.1.1 Mr. Yu Shu Kuen	554,897,761 (100%)	0 (0%)
	2.1.2 Mr. Wang Xiao Fei	554,897,761 (100%)	0 (0%)
	2.1.3 Mr. Wang Shang Zhong	554,897,761 (100%)	0 (0%)
	2.1.4 Mr. Du Juan Hong	554,897,761 (100%)	0 (0%)
	2.1.5 Mr. Tam B Ray, Billy	554,897,761 (100%)	0 (0%)
	2.1.6 Mr. Chu Kin Wang, Peleus	554,897,761 (100%)	0 (0%)
	2.1.7 Mr. Ji He Qun	23,615,000 (4.26%)	531,282,761 (95.74%)
	2.2 To authorize the Board to fix the Directors' remuneration	554,897,761 (100%)	0 (0%)
3.	To re-appoint HLB Hodgson Impey Cheng as the auditors of the Company and to authorize the Board to fix its remuneration	531,282,761 (95.74%)	23,615,000 (4.26%)

RETIREMENT OF DIRECTOR

The resolution 2.1.7 regarding the re-election of Mr. Ji He Qun (“**Mr. Ji**”) as Director was not passed at the AGM since there was not a majority of votes cast for such resolution. Accordingly, Mr. Ji retired by rotation as Director in accordance with the Articles.

The Board is not aware of any disagreement between Mr. Ji and the Board nor any matters relating to the retirement of Mr. Ji as Director that need to be brought to the attention of the Shareholders.

The Board extends its appreciation to Mr. Ji for his past contribution to the Company during his tenure of office.

By order of the Board
China AU Group Holdings Limited
Du Juan Hong
Chairman

Hong Kong, 27 July 2012

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yu Shu Kuen, Mr. Wang Xiao Fei (with Mr. Lee Chan Wah as alternate) and Mr. Wang Shang Zhong; one non-executive Director, namely Mr. Du Juan Hong; and two independent non-executive Directors, namely Mr. Tam B Ray, Billy and Mr. Chu Kin Wang, Peleus.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

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