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Shenzhen International Holdings Limited

深圳國際控股有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 00152)

(the “Company”)

**POLL RESULTS OF ANNUAL GENERAL MEETING
AND
RETIREMENT OF DIRECTOR**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of annual general meeting (“**AGM**”) of the Company both dated 12 April 2011. Capitalised terms used in this announcement shall have the same meanings as defined in the Circular and the Notice unless the context requires otherwise.

POLL RESULTS OF AGM

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by way of poll at the AGM held on 18 May 2011. The poll results are as follows:

	Ordinary Resolutions	Number of Votes Cast (%)		Total Number of Votes Cast
		For	Against	
1.	To receive and consider the audited Financial Statements and the Reports of the Directors and of the Auditor for the year ended 31 December 2010.	10,444,884,602 (100%)	0 (0%)	10,444,884,602
2.	To declare the final dividend and the special dividend for the year ended 31 December 2010.	10,444,884,602 (100%)	0 (0%)	10,444,884,602
3.	(i) To re-elect Mr. Li Jing Qi as a Director.	10,259,299,602 (98.22%)	185,585,000 (1.78%)	10,444,884,602
	(ii) To re-elect Mr. Yang Hai as a Director.	10,363,833,102 (99.22%)	81,051,500 (0.78%)	10,444,884,602
	(iii) To re-elect Mr. Ding Xun as a Director.	10,444,884,602 (100%)	0 (0%)	10,444,884,602
	(iv) To authorise the Board of Directors to fix the Directors’ remuneration.	10,409,685,602 (100%)	0 (0%)	10,409,685,602

4.	To re-appoint Auditor of the Company and to authorise the Board of Directors to fix the Auditor's remuneration.	10,409,685,602 (99.66%)	35,199,000 (0.34%)	10,444,884,602
5.	To grant a repurchase mandate to the Directors to repurchase shares in the Company as set out in item 5 of the notice of annual general meeting.	10,444,884,602 (100%)	0 (0%)	10,444,884,602
6.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the shares in the Company as set out in item 6 of the notice of annual general meeting.	9,119,044,062 (87.31%)	1,325,840,540 (12.69%)	10,444,884,602
7.	To extend the general mandate granted to the Directors to allot, issue and otherwise deal with the shares in the Company as set out in item 7 of the notice of annual general meeting.	9,083,845,062 (87%)	1,357,904,540 (13%)	10,441,749,602

As more than 50% of the votes were cast in favour of each of the above resolutions, each of the said resolutions was duly passed as an ordinary resolution. For details of the said resolutions and the particulars of the re-elected Directors, please refer to the Notice and the Circular respectively.

	Special Resolution	Number of Votes Cast (%)		Total Number of Votes Cast
		For	Against	
8.	To approve the proposed amendment to the existing bye-laws of the Company as set out in item 8 of the notice of annual general meeting.	10,409,585,602 (99.66%)	35,199,000 (0.34%)	10,444,784,602

As more than 75% of the votes were cast in favour of the above resolution 8, the said resolution was duly passed as a special resolution. For details of the said resolution, please refer to the Notice and the Circular.

As at the date of the AGM, the total issued share capital of the Company was 16,372,173,064 Shares. No Shareholder was required to abstain from voting at the AGM. The total number of Shares entitling the Shareholders to attend and vote for or against all resolutions at the AGM was 16,372,173,064 Shares and there was no Shareholder who was entitled to attend the AGM but was only entitled to vote against all or any resolutions.

Tricor Tengis Limited, Hong Kong Branch Share Registrar of the Company, acted as the scrutineer of the poll at the AGM.

RETIREMENT OF MR. TO CHI KEUNG, SIMON AS A NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. To Chi Keung, Simon, a non-executive Director of the Company, retired from office at the conclusion of the AGM as he is substantially occupied by his full time duties and cannot spare much time on other commitments. There is no disagreement between Mr. To and the Board, and no other matter regarding the retirement of Mr. To that needs to be brought to the attention of Shareholders.

Mr. To, was appointed as a non-executive Director of the Company since June 2000 and with extensive management experience, provides much guidance on the business development of the Company. The Board, the management and staff of the Company would like to express their sincere gratitude to Mr. To for his wise counsel as well as invaluable contributions and support to the Company over the past 11 years.

By Order of the Board
Shenzhen International Holdings Limited
Guo Yuan
Chairman

Hong Kong, 18 May 2011

As at the date of this announcement, the Board consists of Messrs. Guo Yuan, Li Jing Qi, Liu Jun and Yang Hai as executive Directors, Mr. Wang Dao Hai as non-executive Director and Messrs. Leung Ming Yuen, Simon, Ding Xun and Nip Yun Wing as independent non-executive Directors.