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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 SPECIAL GENERAL MEETING HELD ON 12 FEBRUARY 2014

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the special general meeting (“**SGM**”) of the Company both dated 24 January 2014. 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 SGM

The Board is pleased to announce that the resolution set out in the Notice was duly passed by way of poll at the SGM held on 12 February 2014. The poll results are as follows:

Ordinary Resolution	Number of Votes Cast (%)		Total Number of Votes Cast
	For	Against	
To approve the share consolidation of every ten (10) issued and unissued shares of par value HK\$0.10 each in the share capital of the Company into one (1) share of par value HK\$1.00 and such related matters, further details of which are set out in the notice of special general meeting of the Company dated 24 January 2014.	10,435,152,255 (99.99%)	402,753 (0.01%)	10,435,555,008 (100%)

The description of the above resolution is by way of summary only. The full text appears in the Notice.

As more than 50% of the votes were cast in favour of the resolution, the said resolution was duly passed as an ordinary resolution of the Company.

As at the date of the SGM, the total issued share capital of the Company was 16,580,456,950 Shares. No Shareholder was required to abstain from voting at the SGM. The total number of Shares entitling the Shareholders to attend and vote for or against the resolution at the SGM was 16,580,456,950 Shares and there was no Shareholder who was entitled to attend the SGM but was only entitled to vote against the resolution. No shareholder has indicated in the Circular that he/she/it intends to vote against the ordinary resolution or to abstain from voting at the SGM.

Tricor Tengis Limited, Hong Kong Branch Share Registrar of the Company, acted as the scrutineer at the SGM for the purpose of vote-taking.

SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

Following the passing of the resolution approving the Share Consolidation at the SGM, the Share Consolidation will be effective on 13 February 2014. Please refer to the Circular for the timetable of the implementation of the Share Consolidation and the change in board lot size.

ADJUSTMENT TO OUTSTANDING SHARE OPTIONS

As a result of the Share Consolidation becoming effective, the exercise price and the number of Consolidated Shares to be issued upon the exercise of the outstanding options granted under the share option scheme adopted by the Company on 30 April 2004 (the "Share Option Scheme") will be adjusted (the "Adjustments") in accordance with the terms of the Share Option Scheme and Rule 17.03(13) of the Listing Rules as follows:

Date of Grant	Before the Adjustments		After the Adjustments	
	Exercise Price per Share (HK\$)	Number of Shares fall to be issued upon the exercise of the outstanding share options	Exercise Price per Consolidated Share (HK\$)	Number of Consolidated Shares fall to be issued upon the exercise of the outstanding share options
28 September 2010	0.58	117,065,195	5.80	11,706,519
18 January 2013	0.91	19,810,000	9.10	1,981,000
29 January 2014	1.04	328,800,000	10.40	32,880,000

The auditor of the Company has reviewed and certified that the basis of the Adjustments is in accordance with Rule 17.03(13) of the Listing Rules.

Save for the above Adjustments, all other terms and conditions of the outstanding share options granted under the Share Option Scheme remain unchanged.

By Order of the Board
Shenzhen International Holdings Limited
Gao Lei
Chairman

Hong Kong, 12 February 2014

As at the date of this announcement, the Board consists of Messrs. Gao Lei, Li Jing Qi, Li Lu Ning, Liu Jun and Yang Hai as executive directors, Professor Wong Yuk Shan, BBS, JP as non-executive director and Messrs. Leung Ming Yuen, Simon, Ding Xun and Nip Yun Wing as independent non-executive directors.