

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual general meeting (“**AGM**”) of the Company both dated 11 April 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 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 16 May 2014. The poll results are as follows:

	<b>Ordinary Resolutions</b>	<b>Number of Votes Cast (%)</b>		<b>Total Number of Votes Cast</b>
		<b>For</b>	<b>Against</b>	
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 2013.	1,084,784,092 (100%)	0 (0.00%)	1,084,784,092
2.	To declare the final dividend for the year ended 31 December 2013, the final dividend be satisfied in the form of an allotment of scrip shares, and Shareholders will be given the option of receiving in cash.	1,084,816,092 (100%)	0 (0.00%)	1,084,816,092
3.	(i) To re-elect Mr. Li Jing Qi as a Director.	1,075,433,552 (99.14%)	9,328,040 (0.86%)	1,084,761,592
	(ii) To re-elect Professor Wong Yuk Shan as a Director.	1,076,643,342 (99.25%)	8,118,250 (0.75%)	1,084,761,592
	(iii) To re-elect Mr. Nip Yun Wing as a Director.	1,083,743,092 (99.91%)	1,018,500 (0.09%)	1,084,761,592

	(iv) To authorise the Board of Directors to fix the Directors' remuneration.	1,063,823,842 (98.07%)	20,960,250 (1.93%)	1,084,784,092
4.	To re-appoint PricewaterhouseCoopers as the Auditor of the Company and to authorise the Board of Directors to fix the Auditor's remuneration.	1,084,783,592 (99.9999%)	500 (0.0001%)	1,084,784,092
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 the AGM.	1,084,784,092 (100%)	0 (0%)	1,084,784,092
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 the AGM.	834,075,867 (76.89%)	250,708,225 (23.11%)	1,084,784,092
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 the AGM.	855,036,117 (78.82%)	229,747,975 (21.18%)	1,084,784,092
8.	To approve and adopt the New Share Option Scheme of the Company.	863,697,047 (79.62%)	221,077,045 (20.38%)	1,084,774,092

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.

As at the date of the AGM, the total issued share capital of the Company was 1,659,057,695 Shares. No Shareholder was required to abstain from voting at the AGM and no parties have stated their intention in the Circular to vote against any resolutions or 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 1,659,057,695 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 for the vote-taking at the AGM.

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

Hong Kong, 16 May 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.*