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# 越秀交通有限公司

**GZI TRANSPORT LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1052)**

## POLL RESULTS OF THE 2011 ANNUAL GENERAL MEETING

The board of directors (“Board”) of GZI Transport Limited (“Company”) is pleased to announce that at the 2011 annual general meeting of the Company held on 25 May 2011 (“AGM”), all the proposed resolutions as set out in the notice of the AGM dated 18 April 2011 (“AGM Notice”) were duly passed by the shareholders of the Company by way of poll. Please refer to the AGM Notice for the full version of the resolutions. The vote-taking at the AGM was scrutinised by the Company’s branch share registrar, Tricor Abacus Limited.

The poll results taken at the AGM were as follows:

	ORDINARY RESOLUTIONS	Number of votes (%)	
		For	Against
1.	To adopt the audited consolidated financial statements for the year ended 31 December 2010 and the reports of the directors and independent auditor thereon	1,144,900,748 (100.00%)	0 (0.00%)
2.	To declare a final dividend	1,144,900,748 (100.00%)	0 (0.00%)
3.	(i) To re-elect Mr Liang Ningguang as director	1,140,696,748 (99.63%)	4,204,000 (0.37%)
	(ii) To re-elect Mr Fung Ka Pun as director	1,140,057,748 (99.58%)	4,843,000 (0.42%)
	(iii) To re-elect Mr Cheung Doi Shu as director	1,144,870,748 (99.99%)	30,000 (0.01%)
	(iv) To authorise the board to fix directors’ remuneration	1,144,870,748 (99.99%)	30,000 (0.01%)
4.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the board to fix their remuneration	1,144,870,748 (99.99%)	30,000 (0.01%)
5.	A. To give a general mandate to the directors to issue and deal with additional shares in the Company (Ordinary Resolution No. 5A of the AGM Notice)	969,577,966 (84.69%)	175,322,782 (15.31%)
	B. To give a general mandate to the directors to repurchase shares of the Company (Ordinary Resolution No. 5B of the AGM Notice)	1,144,870,748 (99.99%)	30,000 (0.01%)
	C. To include the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under Resolution 5A (Ordinary Resolution No. 5C of the AGM Notice)	968,990,786 (84.64%)	175,909,962 (15.36%)

As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions.

	SPECIAL RESOLUTION	Number of votes (%)	
		For	Against
6.	The name of the Company be changed from “GZI Transport Limited” to “Yuexiu Transport Infrastructure Limited” and the Chinese name “越秀交通基建有限公司” be adopted as the secondary name of the Company (Special Resolution No. 6 of the AGM notice)	1,144,870,748 (99.99%)	30,000 (0.01%)
As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

As at the date of the AGM, the Company had 1,673,162,295 shares in issue, which was the total number of shares entitling the holders to attend and vote for or against all resolutions at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM.

For and on behalf of the Board  
**GZI Transport Limited**  
**ZHANG Zhaoxing**  
*Chairman*

Hong Kong, 25 May 2011

*As at the date of this announcement, the Board comprises:*

*Executive Directors:* ZHANG Zhaoxing (*Chairman*), LI Xinmin, LIANG Ningguang, LIU Yongjie, QIAN Shangning and WANG Shuhui

*Independent Non-executive Directors:* FUNG Ka Pun, LAU Hon Chuen Ambrose and CHEUNG Doi Shu