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## **Z-Obee Holdings Limited**

*(incorporated in Bermuda with limited liability)*

**(Hong Kong Stock Code: 948)**

**(Singapore Stock Code: D5N)**

*website: <http://www.z-obeecom>*

### **OVERSEAS REGULATORY ANNOUNCEMENT**

This announcement is made pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. Original of this announcement is written in English. In the event of any inconsistency, the English version shall prevail over the Chinese version.

Please refer to the attached announcement of Z-Obee Holdings Limited on the next page issued on the Singapore Securities Trading Limited on 31 July 2012.

On behalf of the Board  
**Z-Obee Holdings Limited**  
**Wang Shih Zen**  
*Chairman and Chief Executive Officer*

Hong Kong, 31 July 2012

*As at the date of this announcement, the executive Directors are Mr. Wang Shih Zen, Ms. Wang Tao and Mr. Lu Shangmin, the non-executive Director is Mr. David Lim Teck Leong and the independent non-executive Directors are Mr. Chan Kam Loon, Mr. Guo Yanjun, Mr. Lo Hang Fong and Mr. Tham Wan Loong Jerome.*

**Z-OBEE HOLDINGS LIMITED**  
(Incorporated in Bermuda)  
Company Registration No. 39519

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**RESULTS OF ANNUAL GENERAL MEETING HELD ON 31 JULY 2012**

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The Board of Directors of Z-Obee Holdings Limited (the “**Company**”) is pleased to announce that all resolutions relating to the matters set out in the Notice of Annual General Meeting (“**AGM**”) dated 29 June 2012 voted on by way of poll were duly passed at the AGM held on 31 July 2012.

**POLL RESULTS**

The poll results in respect of the resolutions passed by the shareholders at the AGM, were confirmed by Tricor Investor Services Limited, the Company’s branch share registrar and share transfer agent in Hong Kong, who acted as scrutineer for the vote taking in the AGM.

The results of the votes cast on a poll at the AGM are set out below:

No.	Ordinary Resolutions	FOR		AGAINST	
		Number of votes	Percentage over total votes exercised at AGM	Number of votes	Percentage over total votes exercised at AGM
1	To receive and adopt the Directors’ Report and the Audited Financial Statements of the Company for the financial year ended 31 March 2012 together with the Auditors’ Report.	233,156,750	100%	0	0%
2	To re-elect Mr. Wang Shih Zen as a Director of the Company.	233,156,750	100%	0	0%
3	To re-elect Mr. David Lim Teck Leong as a Director of the Company.	233,156,750	100%	0	0%
4	To re-elect Mr. Lu Shangmin as a Director of the Company.	233,156,750	100%	0	0%
5	To approve Directors’ fees amounting to S\$208,000 for the financial year ending 31 March 2013, to be paid quarterly in arrears, at the end of each calendar quarter.	233,156,750	100%	0	0%

No.	Ordinary Resolutions	FOR		AGAINST	
		Number of votes	Percentage over total votes exercised at AGM	Number of votes	Percentage over total votes exercised at AGM
6	To re-appoint RSM Nelson Wheeler, Certified Public Accountants, Hong Kong as the Company's Auditors and to appoint RSM Chio Lim LLP, Certified Public Accountants, Singapore to act jointly with RSM Nelson Wheeler for the purpose of compliance with Rule 712 of the SGX-ST Listing Manual and to authorise the Directors to fix their remuneration.	233,156,750	100%	0	0%
7	Share Issue Mandate.	233,156,750	100%	0	0%
8	Authority to allot and issue shares under the Z-Obee Holdings Limited Employee Share Option Scheme 2010.	233,156,750	100%	0	0%

By Order of the Board  
**Z-Obee Holdings Limited**

**Wang Shih Zen**  
Chairman and Chief Executive Officer  
31 July 2012