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**BIO-DYNAMIC GROUP LIMITED**  
**生物動力集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 039)**

**RESULTS OF EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that the resolutions to approve the Proposed Acquisition, the Specific Mandate, the Repurchase Mandate, the refreshment of the Scheme Mandate Limit and the renewal and extension of the General Mandate were duly approved by the Shareholders by way of poll at the EGM held on 8 September 2010.

Reference is made to the circular (the "**Circular**") of the Company dated 23 August 2010 in respect of Proposed Acquisition, the Specific Mandate, the Repurchase Mandate, the refreshment of the Scheme Mandate Limit and the renewal and extension of the General Mandate. Terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that the resolutions as set out in the notice of EGM dated 23 August 2010 (the "**Notice**") to approve the Proposed Acquisition, the Specific Mandate, the Repurchase Mandate, the refreshment of the Scheme Mandate Limit and the renewal and extension of the General Mandate were duly approved by the Shareholders by way of poll at the EGM held at 3:00 p.m. on 8 September 2010.

As at the date of the EGM, a total of 948,119,263 Shares were in issue. The total number of Shares entitling the holders to attend and vote for or against Resolutions 1, 3 and 5 in the Notice was 948,119,263 Shares, representing 100% of the issued share capital of the Company. The total number of Shares entitling the holders to attend and vote only against Resolutions 2 and 4 in the Notice was 402,516,263 Shares, representing approximately 42.5% of the issued share capital of the Company. The Board confirms that, in accordance with the disclosure in the Circular, OIL, CEC Agricapital and CFB and their respective associates have abstained from voting in favour of the resolutions in connection with the renewal and extension of the General Mandate at the EGM and the Board was not aware of any Shareholder who has a material interest in the Proposed Acquisition, the Specific Mandate, the Repurchase Mandate and the refreshment of the Scheme Mandate Limit and was required to abstain from voting on the relevant resolutions at the EGM.

The results of the voting were as follows:

Ordinary resolutions		For		Against	
		No. of Shares	%	No. of Shares	%
1.	(a) To approve the Sale and Purchase Agreement and the transactions contemplated thereunder; and  (b) To approve the allotment and issue of 150,000,000 new Shares to Ms. Wong Hui Hung.	372,068,263	100%	0	0%
2.	To approve the renewal of the general mandate for the Directors to issue, allot and deal with additional Shares not exceeding 20% of the issued share capital of the Company in issue.	3,552,000	100%	0	0%
3.	To grant a general mandate to the Directors to purchase the Company's own Shares not exceeding 10% of the total nominal amount of the share capital of the Company in issue.	372,068,263	100%	0	0%
4.	To extend the general mandate to the Directors to issue repurchased Shares conditional upon the passing of the resolution nos. (2) and (3).	3,552,000	100%	0	0%
5.	To approve the refreshment of the Scheme Mandate Limit under the Share Option Scheme.	372,068,263	100%	0	0%

Tricor Tengis Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote taking at the EGM.

By Order of the Board  
**BIO-DYNAMIC GROUP LIMITED**  
**Peter Lo**  
*Chairman*

Hong Kong, 8 September 2010

*As at the date hereof, the executive directors are Mr. Peter Lo, Mr. Li Wentao, Mr. David Lee Sun, Mr. Zhao Difei, Mr. Li Jian Quan and Mr. Lu Gui Pin; the non-executive director is Mr. Derek Emory Ting-Lap Yeung; and the independent non-executive directors are Dr. Leung Kwan-Kwok, Mr. Sam Zuchowski and Dr. Loke Yu alias Loke Hoi Lam.*