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## **TONIC INDUSTRIES HOLDINGS LIMITED**

### **東力實業控股有限公司\***

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

*Website: <http://www.tonic.com.hk>*

**(Stock Code: 978)**

## **POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 28 AUGUST 2012 AND CHANGE OF AUDITOR**

### **POLL RESULTS**

The board of directors (the “Board”) of Tonic Industries Holdings Limited (the “Company”) is pleased to announce that at the annual general meeting (the “AGM”) held on 28 August 2012, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of poll. The poll results are as follows:

<b>Ordinary Resolutions<sup>#</sup></b>		<b>Number and % of votes</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors and of the auditors for the year ended 31 March 2012.	781,901,313 (100.00%)	0 (0%)
2.	(a) To re-elect Mr. Huang Peikun as an executive Director.	781,901,313 (100.00%)	0 (0%)
	(b) To re-elect Mr. Liu Zhuogen as an executive Director.	781,901,313 (100.00%)	0 (0%)
	(c) To re-elect Mr. Yu Zhiliang as an executive Director.	781,901,313 (100.00%)	0 (0%)
	(d) To re-elect Ms. Liu Ning as a non-executive Director.	781,901,313 (100.00%)	0 (0%)
	(e) To re-elect Dr. Wong Wing Kuen, Albert as an independent non-executive Director.	781,901,313 (100.00%)	0 (0%)

\* For identification purposes only

Ordinary Resolutions <sup>#</sup>		Number and % of votes	
		For	Against
	(f) To re-elect Ms. Chen Yanping as an independent non-executive Director.	781,901,313 (100.00%)	0 (0%)
	(g) To re-elect Dr. Shi Xinping as an independent non-executive Director.	781,901,313 (100.00%)	0 (0%)
	(h) To authorize the board of Directors to fix the respective Directors' remuneration.	781,901,313 (100.00%)	0 (0%)
3.	To appoint Messrs. Deloitte Touche Tohmatsu as auditors until the conclusion of the Company's next annual general meeting and authorize the board of Directors of the Company to fix their remuneration.	781,901,313 (100.00%)	0 (0%)

<sup>#</sup> As detailed in the Notice of Annual General Meeting

As on the date of the AGM, the number of issued shares of the Company was 1,068,468,860 shares, which was the total number of shares entitling the holders to attend and vote for or against the proposed resolutions at the AGM. There were no restrictions on any shareholder of the Company ("Shareholders") to cast votes on any of the proposed resolutions at the AGM.

The Company's share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the poll at the AGM.

### **CHANGE OF AUDITOR**

As reported in the 2012 Annual Report dated 29 June 2012, ANDA CPA Limited ("ANDA") had notified the Company that they would not seek re-appointment as auditor of the Company at the AGM. In their notification dated 29 June 2012, ANDA confirmed that there were no matters concerning their cessation as auditor of the Company that should be brought to the attention of the members or creditors of the Company.

The Board also confirms that there are no matter in respect of the cessation of ANDA as auditor of the Company that should be brought to the attention of the shareholders and creditors of the Company.

At this AGM, Shareholders have approved the recommendation by the Board and its audit committee to appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company until the conclusion of the next annual general meeting of the Company at a fee to be fixed by the Directors.

On behalf of the Board  
**Tonic Industries Holdings Limited**  
**Huang Peikun**  
*Chairman*

Hong Kong, 28 August 2012

*As at the date of this announcement, the Board comprises Mr. Huang Peikun, Dr. So Shu Fai, Mr. Liu Zhuogen and Mr. Yu Zhiliang as Executive Directors; Ms. Liu Ning as Non-executive Director and Dr. Wong Wing Kuen, Albert, Ms. Chen Yanping and Dr. Shi Xinping as Independent Non-executive Directors.*