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Maoye International Holdings Limited

茂業國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 848)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 5 APRIL 2012**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 5 April 2012 were duly passed.

The board of directors (the “**Board**”) of Maoye International Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 5 April 2012 (the “**AGM**”), all the resolutions were duly passed by the shareholders of the Company by way of poll voting. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) <i>(Note (a))</i>	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2011	4,503,465,425 (100.00%)	0 (0.00%)
2.	To declare a final dividend of 5.9 HK cents per share for the year ended 31 December 2011 to the shareholders of the Company, which shall be paid out of profits and/or share premium of the Company	4,503,465,425 (100.00%)	0 (0.00%)
3.	To re-elect Mr. Zhong Pengyi as an executive director of the Company	4,492,670,425 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) <i>(Note (a))</i>	
		For	Against
4.	To re-elect Ms. Wang Fuqin as an executive director of the Company	4,491,235,425 (99.97%)	1,435,000 (0.03%)
5.	To re-elect Mr. Pao Ping Wing as an independent non-executive director of the Company	4,483,033,265 (99.79%)	9,637,160 (0.21%)
6.	To authorize the Board to fix the respective directors' remuneration	4,502,029,425 (99.97%)	1,435,000 (0.03%)
7.	To re-appoint Ernst & Young as auditors of the Company and to authorize the Board to fix auditors' remuneration	4,503,465,425 (100.00%)	0 (0.00%)
8.	To give a general mandate to the directors of the Company to purchase the Company's shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution	4,503,464,425 (100.00%)	0 (0.00%)
9.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution	4,295,873,918 (94.23%)	262,946,507 (5.77%)
10.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate nominal amount of shares repurchased by the Company	4,442,118,667 (98.64%)	61,345,758 (1.36%)

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all / a majority of the votes were cast in favour of each of the resolutions nos. 1 to 10 proposed at the AGM, all such ordinary resolutions were duly passed.
- (c) The total number of shares of the Company in issue as at the date of the AGM: 5,370,081,000 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 5,370,081,000 shares.

- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM (as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)): Nil.
- (f) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Company’s circular dated 6 March 2012 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company’s Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Maoye International Holdings Limited
Mr. Huang Mao Ru
Chairman

Hong Kong, 5 April 2012

As at the date of this announcement, the Board comprises four executive directors, namely, Mr. Huang Mao Ru, Mr. Zhong Pengyi, Ms. Wang Fuqin and Mr. Wang Bin; and three independent non-executive directors, namely, Mr. Chow Chan Lum, Mr. Pao Ping Wing and Mr. Leung Hon Chuen.