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## **SHUN TAK HOLDINGS LIMITED**

**信德集團有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 242)**

**Website: <http://www.shuntakgroup.com>**

# **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 6 JUNE 2012 AND ADOPTION OF THE 2012 SHARE OPTION SCHEME**

Reference is made to the circular of Shun Tak Holdings Limited (the “Company”) dated 26 April 2012 (the “Circular”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Circular.

## **POLL RESULTS OF ANNUAL GENERAL MEETING**

The Board is pleased to announce that all the proposed resolutions set out in the notice of the Annual General Meeting dated 26 April 2012 were duly passed by the Shareholders by way of poll at the Annual General Meeting and the poll results are set out below:

<b>Ordinary Resolutions</b>		<b>No. of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and the independent auditor thereon for the year ended 31 December 2011.	2,017,504,486 (99.762129%)	4,810,500 (0.237871%)
2.	To declare a final dividend in respect of the year ended 31 December 2011.	2,022,280,985 (100.000000%)	0 (0%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
3.	(i) To re-elect Ms. Ho Chiu Ha, Maisy as an executive director of the Company.	2,015,705,040 (99.721911%)	5,621,083 (0.278089%)
	(ii) To re-elect Mr. Rogier Johannes Maria Verhoeven as an executive director of the Company.	1,868,224,745 (92.425696%)	153,101,378 (7.574304%)
	(iii) To re-elect Dato' Dr. Cheng Yu Tung as a non-executive director of the Company.	1,819,974,895 (89.994096%)	202,352,090 (10.005904%)
	(iv) To re-elect Mrs. Mok Ho Yuen Wing, Louise as a non-executive director of the Company.	1,994,831,778 (98.642564%)	27,451,207 (1.357436%)
	(v) To re-elect Mr. Ng Chi Man, Michael as a non-executive director of the Company.	1,978,998,470 (97.857492%)	43,328,515 (2.142508%)
4.	To re-elect Sir Rogerio Hyndman Lobo as an independent non-executive director of the Company.	2,014,473,803 (99.611676%)	7,853,182 (0.388324%)
5.	To approve the directors' fees and authorise the Board to fix other directors' remuneration.	2,017,487,428 (99.761088%)	4,831,557 (0.238912%)
6.	To re-appoint H. C. Watt & Company Limited as auditor of the Company and authorise the Board to fix its remuneration.	2,016,557,843 (99.714728%)	5,769,142 (0.285272%)
7.	To grant a general mandate to the Board to repurchase issued shares of the Company.	2,022,326,985 (100.000000%)	0 (0%)
8.	To grant a general mandate to the Board to issue new shares of the Company.	1,796,569,648 (88.836754%)	225,757,337 (11.163246%)
9.	To extend the general mandate granted to the Board to issue new shares by addition thereto the number of shares repurchased.	1,799,705,185 (88.992592%)	222,603,800 (11.007408%)
10.	To approve the increase in authorized share capital of the Company.	2,006,023,928 (99.200223%)	16,173,057 (0.799777%)
11.	To adopt the 2012 Share Option Scheme.	1,825,477,416 (90.268595%)	196,795,569 (9.731405%)
Special Resolutions		No. of Votes (%)	
		For	Against
12.	To approve the amendments to the Memorandum and Articles of Association of the Company.	2,001,278,234 (99.941472%)	1,172,000 (0.058528%)
13.	To approve the adoption of new Memorandum and Articles of Association of the Company.	2,002,430,234 (99.999001%)	20,000 (0.000999%)

As at the date of the Annual General Meeting, there were 2,986,880,719 issued shares of HK\$0.25 each in the capital of the Company, entitling the holders to attend and vote for or against the proposed resolutions at the Annual General Meeting. No Shareholder was entitled to attend and vote only against nor was required to abstain from voting on any of the proposed resolutions at the Annual General Meeting. Computershare Hong Kong Investor Services Limited, the Share Registrar of the Company, was appointed as the scrutineer for the poll at the Annual General Meeting.

#### **ADOPTION OF THE 2012 SHARE OPTION SCHEME**

According to the poll results of the Annual General Meeting as set out above and the requirements of the Listing Rules, the ordinary resolution to approve the adoption of the 2012 Share Option Scheme, as referred to in item 11 of the resolutions proposed at the Annual General Meeting, has been duly passed by way of poll.

By order of the Board  
**SHUN TAK HOLDINGS LIMITED**  
**Angela Tsang**  
*Company Secretary*

Hong Kong, 6 June 2012

*As at the date of this announcement, the executive directors of the Company are Dr. Stanley Ho, Ms. Pansy Ho, Ms. Daisy Ho, Ms. Maisy Ho, Mr. David Shum and Mr. Rogier Verhoeven; the non-executive directors are Dato' Dr. Cheng Yu Tung, Mrs. Louise Mok and Mr. Michael Ng; and the independent non-executive directors are Sir Roger Lobo, Mr. Norman Ho and Mr. Charles Ho.*