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## **China AU Group Holdings Limited**

### **中國金豐集團控股有限公司\***

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

**(Stock Code: 8176)**

## **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 28 FEBRUARY 2013**

The Board is pleased to announce that the Resolutions set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 28 February 2013.

Reference is made to the circular (the “**Circular**”) of China AU Group Holdings Limited (the “**Company**”) dated 24 January 2013 and all the resolutions (the “**Resolutions**”) set out in the notice of annual general meeting (the “**Notice of AGM**”). Unless stated otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### **RESULTS OF THE AGM**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that the Resolutions set out in the Notice of AGM were duly passed by the Shareholders by way of poll at the AGM held on 28 February 2013.

The Company’s Hong Kong branch share registrar and transfer office, Tricor Secretaries Limited, was appointed as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued Shares in the Company was 1,312,200,000 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There was no Share entitling the Shareholder to attend and abstain from voting in favour as set out in Rule 17.47A of the GEM Listing Rules. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM and no Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

\* *For identification purpose only*

The poll results in respect of the Resolutions were as follows:

Ordinary Resolutions		Number of votes	
		For (%)	Against (%)
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the auditors of the Company for the year ended 30 June 2012.	367,692,761 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Wang Shangzhong as an executive Director.	367,672,761 (99.99%)	20,000 (0.01%)
	(b) To re-elect Mr. Lee Chan Wah as an executive Director.	367,672,761 (99.99%)	20,000 (0.01%)
	(c) To re-elect Mr. Du Juanhong as a non-executive Director.	367,672,761 (99.99%)	20,000 (0.01%)
	(d) To re-elect Mr. Tse Joseph as an independent non-executive Director.	367,672,761 (99.99%)	20,000 (0.01%)
	(e) To authorise the Board to fix the Directors' remuneration.	367,672,761 (99.99%)	20,000 (0.01%)
3.	To appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the Board to fix their remuneration.	367,692,761 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to issue new Shares up to 20%.	367,672,761 (99.99%)	20,000 (0.01%)
5.	To grant a general mandate to the Directors to repurchase the Shares up to 10%.	367,672,761 (99.99%)	20,000 (0.01%)
6.	To extend the general mandate to issue new Shares by adding the number of Shares repurchased.	367,672,761 (99.99%)	20,000 (0.01%)

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed by the Shareholders as ordinary resolutions at the AGM.

By order of the Board  
**China AU Group Holdings Limited**  
**Lee Chan Wah**  
*Executive Director*

Hong Kong, 28 February 2013

*As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Yu Shu Kuen, Mr. Wang Xiaofei (with Mr. Lee Chan Wah as alternate), Mr. Wang Shangzhong and Mr. Lee Chan Wah; one non-executive Director, namely Mr. Du Juanhong; and three independent non-executive Directors, namely Mr. Tam B Ray Billy, Mr. Chu Kin Wang Peleus and Mr. Tse Joseph.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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