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MINTH GROUP LIMITED

敏實集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 425)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 MAY 2010

The Board is pleased to announce that all the resolutions set out in the AGM Notice dated 19 April 2010 were duly passed by the Shareholders by way of poll at the AGM held on 18 May 2010.

The Board would also like to announce that with effect from after the AGM, Mr. Chin Jong Hwa, Mr. Shi Jian Hui and Mr. Mu Wei Zhong shall be re-elected as executive Directors.

RESULTS OF THE ANNUAL GENERAL MEETING

The board (“Board”) of directors (“Directors”) of Minth Group Limited (the “Company”) is pleased to announce that all of the proposed resolutions set out in the notice (“AGM Notice”) of annual general meeting (“AGM”) of the Company dated 19 April 2010 were duly passed by the shareholders of the Company (“Shareholders”) by way of poll at the AGM held on 18 May 2010.

Details of the poll results in respect of all of the proposed resolutions at the AGM are as follows:

ORDINARY RESOLUTIONS		No. of votes (%)		Total number of votes
		FOR	AGAINST	
1.	To receive and consider the audited consolidated financial statements, the reports of the directors of the Company and the auditors of the Company for the year ended 31 December 2009	900,545,322 (100%)	0 (0%)	900,545,322

ORDINARY RESOLUTIONS		No. of votes (%)		Total number of votes
		FOR	AGAINST	
2.	To declare a final dividend for the year ended 31 December 2009	901,067,322 (100%)	0 (0%)	901,067,322
3A.	To approve the re-election of Mr. Chin Jong Hwa as an executive director of the Company	863,075,367 (95.78%)	37,991,955 (4.22%)	901,067,322
3B.	To approve the re-election of Mr. Shi Jian Hui as an executive director of the Company	863,187,367 (95.80%)	37,879,955 (4.20%)	901,067,322
3C.	To approve the re-election of Mr. Mu Wei Zhong as an executive director of the Company	863,187,367 (95.80%)	37,879,955 (4.20%)	901,067,322
4.	To authorise the board of directors of the Company to determine the remuneration of the directors of the Company	900,614,522 (99.99%)	104,000 (0.01%)	900,718,522
5.	To re-appoint Deloitte Touche Tohmatsu as the Company's auditors and to authorise the board of directors of the Company to fix their remuneration	901,011,522 (100%)	0 (0%)	901,011,522
6.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the Company's shares	698,979,111 (77.57%)	202,088,211 (22.43%)	901,067,322
7.	To grant a general mandate to the directors of the Company to repurchase the Company's shares	900,975,522 (99.99%)	112,000 (0.01%)	901,087,522
8.	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under resolution no. 6	705,352,511 (78.28%)	195,714,811 (21.72%)	901,067,322

The total number of shares ("Shares") of the Company entitling the Shareholders to attend and vote for or against all of the resolutions at the AGM was 1,069,383,000. There were no Shares entitling the holders to attend and vote only against any of the resolutions at the AGM.

No parties had stated their intention in the Company's circular dated 19 April 2010 to vote against the resolutions or to abstain and therefore none have done so at the AGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed by the Company and acted as the scrutineer for the vote-taking at the AGM.

DIVIDEND PAYMENT

The proposal for the payment of final dividend of HKD0.219 per share to the Shareholders was approved at the AGM. The final dividend will be paid to the Shareholders on or about 27 May 2010 instead of the previously announced payment date of on or about 15 June 2010. Apart from such change of payment date, all arrangements relating to the final dividend as stated in the final results announcement of the Company dated 23 March 2010 remain unchanged.

CHANGES TO THE BOARD

Re-election of Directors

At the AGM, the re-election of Mr. Chin Jong Hwa, Mr. Shi Jian Hui and Mr. Mu Wei Zhong as executive Directors were duly approved by the Shareholders. Particulars of Mr. Chin Jong Hwa, Mr. Shi Jian Hui and Mr. Mu Wei Zhong which are required to be disclosed by the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (“Stock Exchange”) are set out below.

Chin Jong Hwa-Executive Director

Chin Jong Hwa (秦榮華) (“Mr. Chin”), aged 51, Chairman and an executive Director of the Company. He founded the Group in March 1997 and is the controlling shareholder of the Company. Mr. Chin graduated from China Urban Administration College. He has an experience of over 20 years in management in the automobile parts industry and has been leading the management team since the founding of the Group.

Mr. Chin entered into a service contract dated 14 July 2005 with the Company to act as an executive Director for an initial term of three years commencing from 15 July 2005, and will continue thereafter until termination by not less than three months’ notice in writing served by either party on the other. The contract has been renewed on 4 February 2010 for a term of three years commencing from 5 February 2010. Pursuant to the terms of the service contract, Mr. Chin has waived the annual service fee and bonus. His emoluments are determined by the Board by reference to the prevailing market practice, the Company’s remuneration policy, his duties and responsibility within the Group and his contribution to the Group. As at the date of this announcement, Mr. Chin is interested in 436,664,000 shares of the Company, representing 40.83% shareholding interest in the Company through Linkfair Investments Limited, a company wholly owned by Mr. Chin. Save as aforesaid, Mr. Chin has no interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Chin is independent from and not related to any other directors, senior management, substantial shareholders or controlling shareholders of the Company. Mr. Chin has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. There is no other information which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. There is also no further information which needs to be brought to the attention of the Shareholders in respect of his proposed re-election as an executive Director of the Company.

Shi Jian Hui-Executive Director

Shi Jian Hui (石建輝) (“Mr. Shi”), aged 37, Chief Executive Officer (CEO) and an executive Director of the Company. Mr. Shi graduated from Zhejiang University of Technology where he majored in the machinery design and manufacturing and obtained EMBA degree from Cheung Kong Graduate School of Business in 2007. He has an experience of over 15 years in the Chinese auto-parts industry since he joined one of Mr. Chin’s companies in 1993. Prior to his current position as CEO, he assumed responsibility as General Manager of Operations (including leading both overseas and domestic business departments), head of the R&D Centre and was in charge of human resources departments for the Group as a whole.

Mr. Shi joined the Group in March 1997.

Mr. Shi entered into a service contract dated 14 July 2005 with the Company to act as an executive Director for an initial term of three years commencing from 15 July 2005, and will continue thereafter until termination by not less than three months’ notice in writing served by either party on the other. The contract has been renewed on 4 February 2010 for a term of three years commencing from 5 February 2010. Pursuant to the terms of the service contract, the monthly service fee of Mr. Shi is approximately RMB57,157.5. In addition, he is entitled to a discretionary bonus to be determined by the Board (or its duly appointed remuneration committee). His emoluments are determined by the Board by reference to the prevailing market practice, the Company’s remuneration policy, his duties and responsibility within the Group and his contribution to the Group.

Mr. Shi is independent from and not related to any other Directors, senior management, substantial shareholders or controlling shareholders of the Company. Save for his interest in 1,300,000 share options in the Company, Mr. Shi has no interests in the Shares of the Company within the meaning of Part XV of the SFO as at the date of this announcement. Mr. Shi has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. There is no other information which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. There is also no further information which needs to be brought to the attention of the Shareholders in respect of his proposed re-election as an executive Director of the Company.

Mu Wei Zhong-Executive Director

Mu Wei Zhong (穆偉忠) (“Mr. Mu”), aged 44, Chief Operating Officer (COO) and an executive Director of the Company. Mr. Mu has an experience of over 20 years in engineering. Before joining one of Mr. Chin’s companies in 1993, he worked at Zhejiang Shipyard as an assistant engineer. Prior to his current position as Vice President, he was in charge of the Group’s overseas business and operations and before that served in various members of the Group as member of the production management team, sales manager, deputy manager, financial controller and general manager successively. Mr. Mu graduated from the Wuhan University of Water Transportation Engineering with a degree in vessel design and manufacture. He obtained the EMBA degree from the School of Management, Fudan University in 2007.

Mr. Mu joined the Group in March 1997.

Mr. Mu entered into a service contract dated 14 July 2005 with the Company to act as an executive Director for an initial term of three years commencing from 15 July 2005, and will continue thereafter until termination by not less than three months' notice in writing served by either party on the other. The contract has been renewed on 4 February 2010 for a term of three years commencing from 5 February 2010. Pursuant to the terms of the service contract, the monthly service fee of Mr. Mu is approximately RMB41,832.5. In addition, he is entitled to a discretionary bonus to be determined by the Board (or its duly appointed remuneration committee). His emoluments are determined by the Board by reference to the prevailing market practice, the Company's remuneration policy, his duties and responsibility within the Group and his contribution to the Group.

Mr. Mu is independent from and not related to any other Directors, senior management, substantial shareholders or controlling shareholders of the Company. Save for his interest in 892,000 share options of the Company, Mr. Mu has no interests in the shares of the Company within the meaning of Part XV of the SFO as at the date of this announcement. Mr. Mu has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. There is no other information which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. There is also no further information which needs to be brought to the attention of the Shareholders in respect of his proposed re-election as an executive Director of the Company.

For and on behalf of the Board
MINTH GROUP LIMITED
Chin Jong Hwa
Chairman

Hong Kong, 18 May 2010

As at the date of this announcement, the board of directors comprises Mr. Chin Jong Hwa, Mr. Shi Jian Hui, Mr. Mu Wei Zhong and Mr. Zhao Feng, being executive Directors, Mr. Mikio Natsume and Ms. Zheng Yu, being non-executive Directors, Mr. Wu Fred Fong, Dr. Wang Ching and Mr. Zhang Liren being independent non-executive Directors.