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**PACIFIC ONLINE LIMITED**

**太平洋網絡有限公司**

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

**(Stock Code: 543)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 15 MAY 2009**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 15 May 2009 were duly passed.

The board of directors (the “**Board**”) of Pacific Online Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 15 May 2009 (the “**AGM**”), all the resolutions proposed were duly passed by way of poll voting. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2008.	622,167,000 (100%)	0 (0%)
2.	To declare a final dividend of RMB7 cents per share for the year ended 31 December 2008.	622,167,000 (100%)	0 (0%)
3.	To declare a special dividend of RMB27 cents per share for the year ended 31 December 2008.	622,167,000 (100%)	0 (0%)
4.	To re-elect Mr Wang Da-Shin, Jeff as an executive director.	622,167,000 (100%)	0 (0%)
5.	To re-elect Ms Zhang Cong Min as an executive director.	622,167,000 (100%)	0 (0%)
6.	To re-elect Mr Tsung Shih Kin, Samuel as an executive director.	622,167,000 (100%)	0 (0%)
7.	To authorize the board of directors to fix the respective directors’ remuneration.	622,166,000 (99.9998%)	1,000 (0.0002%)
8.	To re-appoint Messrs PricewaterhouseCoopers as auditors and to authorize the board of directors to fix their remuneration.	622,166,000 (99.9998%)	1,000 (0.0002%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
9.	To give a general mandate to the directors 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.	622,166,000 (99.9998%)	1,000 (0.0002%)
10.	To give a general mandate to the directors 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.	620,544,000 (99.7391%)	1,623,000 (0.2609%)
11.	To extend the general mandate granted to the directors 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.	620,544,000 (99.7391%)	1,623,000 (0.2609%)

*Notes:*

- (a) As a majority of the votes were cast in favour of each of the resolutions nos. 1 to 11, all such ordinary resolutions were duly passed.
- (b) The total number of shares of the Company in issue: 923,710,000.
- (c) The total number of shares entitling the holder to attend and vote for or against the resolutions at the AGM: 923,710,000.
- (d) The total number of shares entitling the holder to attend and vote only against the resolutions at the AGM: Nil.
- (e) None of the shareholders of the Company have stated their intention in the Company's circular dated 14 April 2009 to vote against any of the resolutions at the AGM.
- (f) None of the shareholders of the Company is required to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) In relation to the above resolutions nos. 2 and 3, the translation of Renminbi ("RMB") into Hong Kong dollars ("HK\$") for the purpose of dividend payment in HK\$ is made at the rate of HK\$1.00 = RMB0.88058, which is the official exchange rate as announced by the People's Bank of China on 15 May 2009. The dividends will be paid on or about 22 May 2009 to the shareholders whose names appear on the register of members of the Company on 15 May 2009.

By Order of the Board  
**Pacific Online Limited**  
**Lam Wai Yan**  
*Chairman*

Hong Kong, 15 May 2009

*As at the date of this announcement, the Board comprises 5 executive directors, namely, Mr Lam Wai Yan, Mr Ho Kam Wah, Mr Wang Da-Shin, Jeff, Ms Zhang Cong Min and Mr Tsung Shih Kin, Samuel; and 3 independent non-executive directors, namely, Mr Tsui Yiu Wa, Alec, Mr Thaddeus Thomas Beczak and Mr Louie Ming.*