



**中新集團**  
NEO CHINA GROUP

**NEO-CHINA GROUP (HOLDINGS) LIMITED**

**中新集團（控股）有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 563)**

## **VOTING RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 19 JANUARY 2007**

The Board announces that the Resolution approving, inter alia, the issue of the Consideration Shares and the Conversion Shares on the terms as set out in the Circular was duly passed at the SGM held on 19 January 2007.

Reference is made to the announcement of Neo-China Group (Holdings) Limited (the “Company”) dated 16 November 2006 and the circular of the Company dated 8 December 2006 in relation to, among other things, the entering into of the Agreements (the “Circular”). Capitalised terms used in this announcement shall have the same meanings as defined in the Circular and the notice of SGM dated 8 December 2006 (the “Notice”) unless otherwise defined.

### **RESULTS OF THE SPECIAL GENERAL MEETING**

The Board is pleased to announce that the ordinary resolution (the “Resolution”) as set out in the Notice to approve, inter alia, the issue of the Consideration Shares and the Conversion Shares on the terms as set out in the Circular was duly passed by the Shareholders at SGM held on 19 January 2007.

As at the date of the SGM, there was a total of 6,410,374,340 Shares in issue, which was the total number of Shares entitling the holders thereof to attend and vote for or against the Resolution. None of the Shareholders have stated their intention to vote against the Resolution and no Shareholder was entitled to attend and vote only against the Resolution at the SGM. None of the Shareholders was required to abstain from voting on the Resolution at the SGM.

The results of the voting at the SGM which was conducted by way of a poll are as follows:

<b>Ordinary resolution</b>	<b>Number of votes (%)</b>	
	<b>For</b>	<b>Against</b>
To approve, inter alia, the issue of the Consideration Shares and Conversion Shares on the terms as set out in the Circular	4,487,569,659 (100%)	Nil (0%)

Since more than 50% of the votes cast were in favour of the Resolution, the Resolution was duly passed as an ordinary resolution by way of a poll at the SGM. Secretaries Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM.

*As at the date of this announcement, Mr Li Song Xiao, Mr Liu Yi, Ms Niu Xiao Rong, Mr Yuan Kun and Ms Liu Yan are the executive Directors and Ms Nie Mei Sheng, Mr Wang Shiyong and Mr Zhang Qing Lin are independent non-executive Directors.*

By Order of the Board of  
**Neo-China Group (Holdings) Limited**  
**Li Song Xiao**  
*Chairman*

Hong Kong, 19 January 2007

\* *For identification purpose only*

Please also refer to the published version of this announcement in The Standard.