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天溢果業控股有限公司
Tianyi Fruit Holdings Limited

(incorporated in the Cayman Islands with limited liability)
(Stock code: 00756)

POLL RESULTS OF ANNUAL GENERAL MEETING

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed as ordinary resolutions at the AGM held on 30 November 2009.

Reference is made to the circular (the “Circular”) and the notice (the “Notice”) of annual general meeting (the “AGM”) of Tianyi Fruit Holdings Limited (the “Company”) both dated 22 October 2009. Terms used in this announcement shall have the same meanings as defined in the Circular and the Notice unless the context requires otherwise.

Results of AGM

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by way of poll at the AGM held on 30 November 2009. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To receive and consider the audited consolidated accounts and reports of the directors and auditors of the Company and its subsidiaries for the 18 months ended 30 June 2009	606,218,145 100%	0 0%	606,218,145
2.	To re-appoint KPMG as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration	606,218,145 100%	0 0%	606,218,145
3.	(a) Mr. Sin Ke be re-elected as an executive director of the Company and the board of directors of the Company be authorised to fix his remuneration	606,218,145 100%	0 0%	606,218,145
	(b) Mr. San Kwan be re-elected as an executive director of the Company and the board of directors of the Company be authorised to fix his remuneration	606,218,145 100%	0 0%	606,218,145

Ordinary Resolutions		Number of Votes (%)		Total Votes
		FOR	AGAINST	
	(c) Mr. Tu Zongcai be re-elected as an independent non-executive director of the Company and the board of directors of the Company be authorised to fix his remuneration	606,218,145 100%	0 0%	606,218,145
	(d) Mr. Zhuang Weidong be re-elected as an independent non-executive director of the Company and the board of directors of the Company be authorised to fix his remuneration	606,218,145 100%	0 0%	606,218,145
	(e) Mr. Zhuang Xueyuan be re-elected as an independent non-executive director of the Company and the board of directors of the Company be authorised to fix his remuneration	606,218,145 100%	0 0%	606,218,145
4.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution	606,218,145 100%	0 0%	606,218,145
5.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution	606,218,145 100%	0 0%	606,218,145
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company	606,218,145 100%	0 0%	606,218,145

As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions of the Company.

For details of the above resolutions and the particulars of the re-elected Directors, please refer to the Notice and the Circular respectively.

Computershare Hong Kong Investor Services Limited, Hong Kong Branch Share Registrar of the Company, was appointed as the scrutineer for the poll voting at the annual general meeting.

By order of the Board
Tianyi Fruit Holdings Limited
Sin Ke
Chairman

Hong Kong, 30 November 2009

As at the date of this announcement, the executive Directors are Mr. SIN Ke and Mr. SAN Kwan; and the independent non-executive Directors are Mr. TU Zongcai, Mr. ZHUANG Weidong and Mr. ZHUANG Xueyuan.

Notes:

- (a) The total number of Shares in issue as at the date of the AGM: 1,003,450,000 Shares of HK\$0.01 each. No Shareholder was required to abstain from voting on the resolutions at the AGM.
- (b) The total number of Shares entitling the holders to attend and vote only against the resolutions at the AGM: Nil.
- (c) The total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM: 1,003,450,000 Shares.