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新疆天业节水灌溉股份有限公司

XINJIANG TIANYE WATER SAVING IRRIGATION SYSTEM COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 840)

**POLL RESULTS OF
(1) ANNUAL GENERAL MEETING;
(2) CLASS MEETING OF HOLDERS OF H SHARES; AND
(3) CLASS MEETING OF HOLDERS OF DOMESTIC SHARES
ALL HELD ON 8 MAY 2009**

The annual general meeting (“AGM”), the class meeting of holders of H shares (the “Class Meeting of Holders of H Shares”) and the class meeting of holders of domestic shares (the “Class Meeting of Holders of Domestic Shares”) of Xinjiang Tianye Water Saving Irrigation System Company Limited* (the “Company”) were held at No. 36, Bei San Dong Road, Shihezi Economic and Technological Development Zone, Shihezi, Xinjiang, the People’s Republic of China (the “PRC”) on Friday, 8 May 2009. The board (the “Board”) of directors (the “Directors”) of the Company is pleased to announce that all the resolutions as set out in the notices of above meetings were duly passed. Terms used in this announcement adopted the same meaning as stated in the annual report of the Company dated 16 March 2009 and the circular of the Company dated 20 March 2009.

POLL RESULT OF AGM

Reference is made to the notice of AGM (“Notice of AGM”) of the Company dated 20 March 2009. All the resolutions as set out in the Notice of AGM were polled. The poll results of the respective resolutions are as follows:

ORDINARY RESOLUTIONS		No. of votes (%)		Total number of votes present and voting
		FOR	AGAINST	
1.	To consider and approve the report of the Directors of the Company for the year ended 31 December 2008.	319,981,560 (100.00%)	0 (0.00%)	319,981,560
2.	To consider and approve the report of the Supervisory Committee of the Company for the year ended 31 December 2008.	319,981,560 (100.00%)	0 (0.00%)	319,981,560
3.	To consider and approve the audited financial statements of the Company and its subsidiary and the auditors’ report for the year ended 31 December 2008.	319,981,560 (100.00%)	0 (0.00%)	319,981,560
4.	To consider and approve the resolution for making appropriation to statutory surplus reserve fund for the year ended 31 December 2008.	319,981,560 (100.00%)	0 (0.00%)	319,981,560
5.	To authorize the Board to fix the remuneration of the Directors and the Supervisors of the Company for the year 2009.	319,981,560 (100.00%)	0 (0.00%)	319,981,560
6.	To consider and approve the re-election of the Supervisors representing the Shareholders of the Company and to authorise the Board to determine their remunerations.	317,121,560 (99.11%)	2,860,000 (0.89%)	319,981,560
7.	To consider and approve the re-appointment of SHINEWING (HK) CPA Limited as auditors of the Company and to authorize the Board to fix their remunerations.	319,981,560 (100.00%)	0 (0.00%)	319,981,560
8.	To consider and approve the agreement (the “Master Purchase Agreement”) dated 16 March 2009 entered into between the Company and Xinjiang Tianye (Group) Limited* (新疆天業(集團)有限公司) in relation to the purchase by the Group on an ongoing basis of the diamond-shaped wheels, packaging films and PVC resins which may be required by the Group, and the terms of and the transactions contemplated under the Master Purchase Agreement and the implementation thereof be and the related annual caps be and are hereby approved, confirmed and ratified, and any one director of the Company be authorized to do all acts or things for such agreement.	117,816,565 (100.00%)	0 (0.00%)	117,816,565
SPECIAL RESOLUTIONS				
1.	To approve the proposal on the grant of general mandate to the Board to issue, allot and deal with the additional Domestic Shares and/or H shares of the Company.	317,121,560 (99.11%)	2,860,000 (0.89%)	319,981,560
2.	To authorize the Board to repurchase H Shares of the Company up to a maximum of 10 per cent of the aggregate nominal value of H Shares in issue as at the date of AGM.	319,981,560 (100.00%)	0 (0.00%)	319,981,560

POLL RESULT OF CLASS MEETING OF HOLDERS OF H SHARES

Reference is made to the notice of the Class Meeting of Holders of H Shares (“Notice of H Shares Class Meeting”) of the Company dated 20 March 2009. The resolution as set out in the Notice of H Shares Class Meeting was polled. The poll result of the resolution is as follows:

SPECIAL RESOLUTIONS		No. of votes (%)		Total number of votes present and voting
		FOR	AGAINST	
1.	To authorize the Board to repurchase H Shares of the Company up to a maximum of 10 per cent of the aggregate nominal value of H Shares in issue as at the date of Class Meeting.	2,860,000 (100.00%)	0 (0.00%)	2,860,000

POLL RESULT OF CLASS MEETING OF HOLDERS OF DOMESTIC SHARES

Reference is made to the notice of the Class Meeting of Holders of Domestic Shares (“Notice of Domestic Shares Class Meeting”) of the Company dated 20 March 2009. The resolution as set out in the Notice of Domestic Shares Class Meeting was polled. The poll result of the resolution is as follows:

SPECIAL RESOLUTIONS		No. of votes (%)		Total number of votes present and voting
		FOR	AGAINST	
1.	To authorize the Board to repurchase H Shares of the Company up to a maximum of 10 per cent of the aggregate nominal value of H Shares in issue as at the date of Class Meeting.	317,121,560 (100.00%)	0 (0.00%)	317,121,560

As at the date of the AGM, the Class Meeting of Holders of H Shares and the Class Meeting of Holders of Domestic Shares, (i) the issued share capital of the Company is 519,521,560, the holders of these shares were entitled to attend and vote for or against all the resolutions at the AGM; the issued share capital comprised 317,121,560 Domestic Shares and 202,400,000 H Shares; (ii) the issued share capital of the H Shares of the Company is 202,400,000 H shares, the holders of these H Shares were entitled to attend and vote for or against all the resolutions at the H Shares Class Meeting; and (iii) the registered capital of the Domestic Shares of the Company is 317,121,560 Domestic Shares, the holders of these Domestic Shares were entitled to attend and vote for or against all the resolutions at the Domestic Shares Class Meeting.

信永中和會計師事務所西安分所 (ShineWing Certified Public Accountants Xi'an Branch)*, certified public accountants in the PRC was appointed as the scrutineer for the vote-taking of the poll at the AGM, the Class Meeting of Holders of Domestic Shares and the Class Meeting of Holders of H Shares.

By order of the Board
Xinjiang Tianye Water Saving Irrigation System Company Limited*
Guo Qing Ren
Chairman

Xinjiang PRC, 8 May 2009

As at the date of this announcement, the Board comprises four executive Directors namely Guo Qing Ren, Shi Xiang Shen, Li Shuang Quan and Zhu Jia Ji, and four independent non-executive Directors namely He Lin Wang, Xia Jun Min, Gu Lie Feng and Mak King Sau.

* *For identification purpose only*