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天津發展控股有限公司

TIANJIN DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 882)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 MAY 2013

Reference is made to the circular of Tianjin Development Holdings Limited (the “**Company**”) dated 24 April 2013 (the “**Circular**”) and the notice of annual general meeting of the Company dated 24 April 2013 (the “**Notice**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context otherwise requires.

At the annual general meeting of the Company held on 30 May 2013 (the “**AGM**”), all the proposed resolutions as set out in the Notice were duly passed by way of poll. The poll results are as follows:

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		For	Against
1.	To receive and consider the Audited Consolidated Financial Statements, the Reports of the Directors and Independent Auditor for the year ended 31 December 2012.	716,157,143 (95.73%)	31,930,166 (4.27%)
2.	(a) To re-elect Mr. Yu Rumin as Director;	698,100,309 (93.35%)	49,702,000 (6.65%)
	(b) To re-elect Mr. Wang Zhiyong as Director;	700,100,309 (93.62%)	47,702,000 (6.38%)
	(c) To re-elect Dr. Chan Ching Har, Eliza as Director;	700,100,309 (93.62%)	47,702,000 (6.38%)
	(d) To re-elect Mr. Mak Kwai Wing, Alexander as Director;	698,148,309 (93.36%)	49,654,000 (6.64%)
	(e) To re-elect Dr. Wang Weidong as Director;	700,100,309 (93.62%)	47,702,000 (6.38%)
	(f) To re-elect Mr. Tuen Kong, Simon as Director;	700,100,309 (93.62%)	47,702,000 (6.38%)
	(g) To re-elect Mr. Wong Shiu Hoi, Peter as Director;	699,806,309 (93.58%)	47,996,000 (6.42%)
	(h) To re-elect Dr. Loke Yu as Director; and	673,489,709 (90.06%)	74,312,600 (9.94%)

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		For	Against
2.	(i) To authorise the Board to fix their remuneration.	699,470,309 (93.54%)	48,332,000 (6.46%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as Independent Auditor and authorise the Board to fix their remuneration.	744,234,309 (99.52%)	3,588,000 (0.48%)
4A.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the aggregate nominal amount of the existing issued share capital of the Company.	747,822,309 (100.00%)	0 (0.00%)
4B.	To grant a general mandate to the Directors to issue, allot and deal with additional shares not exceeding 20% of the aggregate nominal amount of the existing issued share capital of the Company.	665,560,143 (89.00%)	82,262,166 (11.00%)
4C.	To extend the general mandate granted to the Directors to issue, allot and deal with shares by the number of shares repurchased.	665,588,143 (89.00%)	82,234,166 (11.00%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were passed as ordinary resolutions at the AGM.			

As at the date of the AGM, the number of issued share capital of the Company was 1,067,470,125 shares, which was the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM. No other persons have stated any intention in the Circular to vote against the proposed resolutions as set out in the Notice or to abstain from voting at the AGM.

Tricor Tengis Limited, the Company’s share registrar, acted as scrutineer for the poll at the AGM.

By Order of the Board
Tianjin Development Holdings Limited
Yu Rumin
Chairman

Hong Kong, 30 May 2013

As at the date of this announcement, the board of directors of the Company consists of Mr. Yu Rumin, Mr. Wu Xuemin, Mr. Dai Yan, Mr. Bai Zhisheng, Mr. Zhang Wenli, Mr. Wang Zhiyong, Dr. Wang Weidong, Mr. Tuen Kong, Simon, Mr. Cheung Wing Yui, Edward, Dr. Chan Ching Har, Eliza*, Dr. Cheng Hon Kwan**, Mr. Mak Kwai Wing, Alexander**, Ms. Ng Yi Kum, Estella**, Mr. Wong Shiu Hoi, Peter** and Dr. Loke Yu**.*

* *non-executive director*

** *independent non-executive director*