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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)

(Stock Code: 882)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 3 JUNE 2015**

Reference is made to the circular (the “Circular”) of Tianjin Development Holdings Limited (the “Company”) and the notice of annual general meeting of the Company (the “Notice”), both dated 22 April 2015. 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 3 June 2015 (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 2014.	718,970,197 (92.1178%)	61,519,762 (7.8822%)
2.	To declare a final dividend of HK5.65 cents per share.	780,497,959 (100.0000%)	0 (0.0000%)
3.	(a) To re-elect Mr. Zeng Xiaoping as Director;	750,852,327 (96.2017%)	29,645,632 (3.7983%)
	(b) To re-elect Mr. Wang Zhiyong as Director;	779,331,687 (99.8506%)	1,166,272 (0.1494%)
	(c) To re-elect Ms. Zhang Lili as Director;	777,298,420 (99.5901%)	3,199,539 (0.4099%)
	(d) To re-elect Dr. Yang Chuan as Director;	779,387,687 (99.8577%)	1,110,272 (0.1423%)
	(e) To re-elect Dr. Chan Ching Har, Eliza as Director;	779,387,687 (99.8577%)	1,110,272 (0.1423%)
	(f) To re-elect Mr. Mak Kwai Wing, Alexander as Director;	719,628,246 (92.2012%)	60,869,713 (7.7988%)
	(g) To re-elect Mr. Wong Shiu Hoi, Peter as Director; and	719,420,246 (92.1745%)	61,077,713 (7.8255%)
	(h) To authorise the Board to fix their remuneration.	780,477,959 (99.9974%)	20,000 (0.0026%)

ORDINARY RESOLUTIONS		Number of Votes (Approximate %)	
		For	Against
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as Independent Auditor and to authorise the Board to fix its remuneration.	780,318,007 (99.9769%)	179,952 (0.0231%)
5A.	To grant a general mandate to the Directors to buy back shares not exceeding 10% of the existing total number of shares of the Company in issue.	780,493,959 (99.9995%)	4,000 (0.0005%)
5B.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the existing total number of shares of the Company in issue.	681,239,283 (87.2826%)	99,258,676 (12.7174%)
5C.	To extend the general mandate granted to the Directors to allot, issue and deal with shares by the number of shares bought back.	684,248,550 (87.6682%)	96,249,409 (12.3318%)
5D.	To grant mandate to the Directors to grant options under the Share Option Scheme.	683,323,278 (87.5499%)	97,172,681 (12.4501%)
<i>As more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions.</i>			
SPECIAL RESOLUTION		Number of Votes (Approximate %)	
		For	Against
6.	To adopt the New Articles of Association.	684,796,566 (87.7575%)	95,531,393 (12.2425%)
<i>As more than 75% of the votes were cast in favour of the above resolution, the resolution was duly passed as special resolution.</i>			

As at the date of the AGM, the total number of issued shares of the Company was 1,072,720,125 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 Listing Rules. No Shareholder 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
Zeng Xiaoping
Chairman

Hong Kong, 3 June 2015

As at the date of this announcement, the board of directors of the Company consists of Mr. Zeng Xiaoping, Mr. Wang Zhiyong, Mr. Tuen Kong, Simon, Dr. Cui Di, Ms. Zhang Lili, Dr. Yang Chuan, 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*