



INTERCHINA HOLDINGS COMPANY LIMITED

國 中 控 股 有 限 公 司

(incorporated in Hong Kong with limited liability)

(Stock Code: 202)

RESULTS OF EXTRAORDINARY GENERAL MEETING

SUMMARY

At the EGM held on 1 September 2007, the ordinary resolutions approving (i) the Subscription Agreement dated 5 July 2007 entered into between the Company and Mr. Zhang and the transactions contemplated thereunder; and (ii) the increase in the authorised share capital of the Company were duly passed.

Reference is made to the announcement of the Company dated 6 July 2007 and the circular of the Company dated 10 August 2007 (the “Circular”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that at the EGM held on 1 September 2007, the ordinary resolution numbered 1 set out in the notice of the EGM proposing to approve the Subscription Agreement dated 5 July 2007 entered into between the Company and Mr. Zhang and the transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll. Tricor Tengis Limited, the share registrar of the Company, was appointed as the scrutineer at the EGM for vote taking. The poll results of such resolution was as follows:

Ordinary resolution	Number of Shares (percentage of total number of Shares voted)	
	“For”	“Against”
Resolution numbered 1 as set out in the notice of the EGM	1,802,995,000 (95.62%)	82,580,000 (4.38%)
This resolution was duly passed as ordinary resolution.		

As at the date of the EGM, the issued share capital of the Company comprises 7,989,193,632 Shares, of which 103,495,000 Shares (representing approximately 1.30% of the issued share capital of the Company) are held by Wealth Land Development Corp., a company which is wholly and beneficially owned by Mr. Zhang. As stated in the Circular, since Mr. Zhang has material interest in the Subscription Agreement and is a connected person of the Company, he and his associates had to abstain from voting at the EGM in respect of the ordinary resolution numbered 1. Therefore, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution numbered 1 at the EGM was 7,885,698,632 Shares, representing approximately 98.70% of the issued share capital of the Company. No Shareholder was entitled to attend and vote only against the ordinary resolution numbered 1 at the EGM. The Board confirmed Mr. Zhang and his associates did not vote on the ordinary resolution numbered 1 at the EGM.

The Board is also pleased to announce that at the EGM held on 1 September 2007, the ordinary resolution numbered 2 set out in the notice of the EGM proposing to approve the increase in the authorised share capital of the Company was duly passed by the Shareholders by show of hands.

By Order of the Board
Interchina Holdings Company Limited
Lam Cheung Shing, Richard
Director and Company Secretary

Hong Kong, 1 September 2007

As at the date of this announcement, the executive Directors are Mr. Zhang Yang, Mr. Chan Wing Yuen, Hubert and Mr. Lam Cheung Shing, Richard; and the independent non-executive Directors are Mr. Wong Hon Sum, Ms. Ha Ping and Dr. Tang Tin Sek.