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## **INTERCHINA HOLDINGS COMPANY LIMITED**

**國 中 控 股 有 限 公 司**

*(incorporated in Hong Kong with limited liability)*

**(Stock Code: 202)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING**

The board (the “**Board**”) of directors (the “**Directors**”) of Interchina Holdings Company Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 12 August 2011 at 9:30 a.m., all proposed resolutions (the “**Resolutions**”) set out in the notice of AGM dated 18 July 2011 were duly taken by way of poll.

As at the date of AGM, a total of 3,562,669,363 shares of the Company (the “**Shares**”) were in issue, which was equivalent to the total number of Shares entitling holders thereof to attend and vote for or against the Resolutions. No Shareholder was entitled to attend but could only vote against the Resolutions.

The share registrar of the Company, Tricor Tengis Limited, was appointed to act and acted as the scrutineer for the vote-taking at the AGM. The poll results of the AGM were as follows:

<b>Ordinary Resolutions</b>		<b>Number of Shares represented by votes cast and percentage of total number of votes cast*</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited financial statements and the reports of the Directors and auditors for the year ended 31 March 2011	1,212,056,244 Shares 100%	0 Shares 0%
2.	(a) To re-elect Mr. Zhang Yang as executive Director	1,211,536,244 Shares 99.957%	520,000 Shares 0.043%
	(b) To re-elect Mr. Lam Cheung Shing, Richard as executive Director	1,212,056,244 Shares 100%	0 Shares 0%
	(c) To re-elect Mr. Ho Yiu Yue, Louis as independent non-executive Director	1,212,056,244 Shares 100%	Nil 0%

Ordinary Resolutions		Number of Shares represented by votes cast and percentage of total number of votes cast	
		For	Against
	(d) To authorise the Board to fix their remuneration	1,212,056,244 Shares 100%	0 Shares 0%
3.	(a) To re-appoint HLB Hodgson Impey Cheng as auditors	1,212,056,244 Shares 100%	0 Shares 0%
	(b) To authorise the Board to fix the auditors' remuneration	1,212,056,244 Shares 100%	0 Shares 0%
4.	(a) To pass the ordinary resolution no. 4(1) set out in the notice of AGM	1,163,229,100 Shares 95.972%	48,827,144 Shares 4.028%
	(b) To pass the ordinary resolution no. 4(2) set out in the notice of AGM	1,212,056,244 Shares 100%	0 Shares 0%
	(c) To pass the ordinary resolution no. 4(3) set out in the notice of AGM	1,163,229,100 Shares 95.972%	48,827,144 Shares 4.028%
	(d) To pass the ordinary resolution no. 4(4) set out in the notice of AGM	1,171,230,744 Shares 96.632%	40,825,500 Shares 3.368%

The full text of the Resolutions is set out in the notice of the AGM.

As more than 50% of the votes were cast in favour of the Resolutions no. 1, 2(a) to 2(d), 3(a), 3(b), 4(a) to 4(d), these Resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board of  
**Interchina Holdings Company Limited**  
**Lam Cheung Shing, Richard**  
*Chief Executive Officer and Executive Director*

Hong Kong, 12 August 2011

*As at the date of this announcement, the executive Directors are Mr. Zhang Yang, Mr. Lam Cheung Shing, Richard, Mr. Zhu Yongjun and Mr. Zhang Chen and the independent non-executive Directors are Ms. Ha Ping, Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Mr. Fu Tao.*