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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 EXTRAORDINARY GENERAL MEETING HELD ON 19 OCTOBER 2012

The Board is pleased to announce that at the EGM held on 19 October 2012, the Ordinary Resolutions approving the Revised Non-public Share Issue Proposal and the Deemed Disposal and the Disposal were duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) and notice of EGM of Interchina Holdings Company Limited (the “**Company**”) dated 28 September 2012. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

Results of EGM

The Board is pleased to announce that at the EGM held on 19 October 2012, the ordinary resolutions set out in the notice of the EGM (the “**Ordinary Resolutions**”) approving the Revised Non-public Share Issue Proposal and the Deemed Disposal and the Disposal were duly passed by the Shareholders by way of poll. Tricor Tengis Limited acted as the scrutineer for the vote-taking at the EGM.

As at the date of EGM, a total of 6,078,669,363 Shares were in issue, which was equivalent to the total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolutions at the EGM. As stated in the Circular, no Shareholders had a material interest in the Ordinary Resolutions, thus no Shareholders were entitled to attend the EGM and required to abstain from voting in favour as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the EGM.

The poll results of the EGM in respect of the Ordinary Resolution is as follows:

Ordinary Resolutions	Number of Shares voted (Approximate percentage)	
	For	Against
Resolution numbered 1 as set out in the notice of the EGM (To approve, confirmed and ratified the Revised Non-public Share Issue Proposal, the Deemed Disposal and the transactions contemplated thereunder)	2,978,062,144 (100%)	0 (0%)
Resolution numbered 2 as set out in the notice of the EGM (To approve, confirmed and ratified the Disposal and the transactions contemplated thereunder)	2,978,062,144 (100%)	0 (0%)

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

Hong Kong, 19 October 2012

As at the date of this announcement, the executive Directors are Mr. Jiang Zhaobai, Mr. Shen Angang, Mr. Lam Cheung Shing, Richard, Mr. Zhu Yongjun, Mr. Zhu Deyu and Mr. Lu Yaohua; and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward and Mr. Chen Yi, Ethan.