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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 RESULT OF EXTRAORDINARY GENERAL MEETING HELD ON 25 MAY 2012**

The Board is pleased to announce that the Ordinary Resolution was duly passed by the Independent Shareholders by way of poll at the EGM held on 25 May 2012.

Reference are made to the announcement issued by Interchina Holdings Company Limited (the “**Company**”) dated 9 March 2012 and a circular of the Company dated 4 May 2012 (the “**Circular**”) in relation to the discloseable and connected transaction of the Company. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the EGM held on 25 May 2012, the ordinary resolution (the “**Ordinary Resolution**”) proposed to approve the JV Agreement and the transactions contemplated thereunder as set out in the notice of the EGM was duly passed by the Independent Shareholders by way of poll.

As at the date of EGM, a total of 5,224,669,363 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 Resolution at the EGM. As stated in the Circular, no Shareholders had a material interest in the Ordinary Resolution, 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.

Tricor Tengis Limited acted as the scrutineer for the vote-taking at the EGM. The poll result of the EGM in respect of the Ordinary Resolution is as follows:

Ordinary Resolution	Number of Shares represented by votes cast and percentage of total number of votes cast	
	For	Against
To approve the JV Agreement and the transactions contemplated thereunder	2,246,803,155 Shares 100%	0 Shares 0%

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

Hong Kong, 25 May 2012

*As at the date of this announcement, the executive Directors are Mr. Shen Angang, Mr. Lam Cheung Shing, Richard, Mr. Zhu Yongjun, Mr. Wong Hin Shek and Mr. Choi Fun Tai; and the independent non-executive Directors are Mr. Ho Yiu Yue, Louis, Mr. Ko Ming Tung, Edward, Mr. Chi Chi Hung, Kenneth and Mr. Chen Yi, Ethan.*