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## **CHIHO-TIANDE GROUP LIMITED**

**齊合天地集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 976)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 MAY 2013**

The Board is pleased to announce that at the EGM held on 23 May 2013, the Proposed Grant Resolutions (i.e. the ordinary resolutions for approving the grant of Share Options to Mr. Fang and Mr. van Ooijen) were duly passed by the Independent Shareholders and the Proposed Refreshment Resolution (i.e. the ordinary resolution for approving the Proposed Refreshment) was also duly passed by the Shareholders, both by way of poll.

References are made to the notice of the EGM (the “**EGM Notice**”) of Chiho-Tiande Group Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 19 April 2013 in respect of the Proposed Grant of Share Options to Mr. Fang and Mr. van Ooijen, and the Proposed Refreshment of the Scheme Mandate Limit of the Post-IPO Share Option Scheme. Terms used herein shall have the same meanings as defined in the Circular unless the context otherwise requires.

#### **Results of the EGM**

The Board is pleased to announce that at the EGM held on 23 May 2013, the Proposed Grant Resolutions (i.e. the ordinary resolutions for approving the grant of Share Options to Mr. Fang and Mr. van Ooijen) were duly passed by the Independent Shareholders and the Proposed Refreshment Resolution (i.e. the ordinary resolution for approving the Proposed Refreshment) was also duly passed by the Shareholders, both by way of poll.

As at the date of the EGM, there were a total number of 1,044,499,206 Shares in issue.

In respect of the proposed resolution no. 1 in the EGM Notice (i.e. the ordinary resolution for approving the grant of Share Options to Mr. Fang) (the “**Proposed Grant Resolution No. 1**”), a total number of 264,252,206 Shares entitled the Independent Shareholders to attend and vote in favour of or against such resolution at the EGM. A total number of 780,247,000 Shares (representing approximately 74.70% of

the issued share capital of the Company as at the date of EGM) entitled the holders thereof (all being connected persons of the Company) to attend and abstain from voting in favour of such resolution at the EGM. Pursuant to the provisions of the Post-IPO Share Option Scheme and Rule 17.03(4) of the Listing Rules, a total number of 382,599,265 Shares (representing approximately 36.63% of the issued share capital of the Company as at the date of EGM) were held by Mr. Fang and his associates (namely, HWH and Green Elite), who were required to abstain from voting on such resolution and have done so at the EGM.

In respect of the proposed resolution no. 2 in the EGM Notice (i.e. the ordinary resolution for approving the grant of Share Options to Mr. van Oojien) (the “**Proposed Grant Resolution No. 2**”), a total number of 264,252,206 Shares entitled the Independent Shareholders to attend and vote in favour of or against such resolution at the EGM. A total number of 780,247,000 Shares (representing approximately 74.70% of the issued share capital of the Company as at the date of EGM) entitled the holders thereof (all being connected persons of the Company) to attend and abstain from voting in favour of such resolution at the EGM.

Save as aforesaid, none of the Shareholders was required to abstain from voting on the Proposed Grant Resolutions at the EGM.

In respect of the Proposed Refreshment Resolution (i.e. the ordinary resolution for approving the Proposed Refreshment), none of the Shareholders was required to abstain from voting on such resolution at the EGM.

The poll results in respect of the resolutions proposed at the EGM were as follows:

Resolutions		Number of Votes (%)		Abstain
		For	Against	
1.	Proposed Grant Resolution No. 1	24,979,000 74.018431%	8,768,000 25.981569%	780,247,000
2.	Proposed Grant Resolution No. 2	24,979,000 74.018431%	8,768,000 25.981569%	780,247,000
3.	Proposed Refreshment Resolution	802,219,000 98.620671%	11,220,000 1.379329%	—

*Note:* All percentages rounded to 6 decimal places.

Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong branch share registrar and transfer office, was appointed as the scrutineer for the vote-taking at the EGM.

Shareholders may refer to the Circular for details of the above resolutions proposed at the EGM. The Circular may be viewed and downloaded from the Company's website at [www.chiho-tiande.com](http://www.chiho-tiande.com) or the designated website of The Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

By Order of the Board  
**CHHO-TIANDE GROUP LIMITED**  
**Fang Ankong**  
*Chairman*

Hong Kong, 23 May 2013

As at the date of this announcement, the Board comprises:

<i>Executive Directors:</i>	Fang Ankong, Stephanus Maria van Ooijen, Gu Liyong
<i>Non-executive Director:</i>	Michael Charles Lion
<i>Independent non-executive Directors:</i>	Loke Yu, Li Xikui, Zhang Jingdong