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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 15 MAY 2015

The Board is pleased to announce that at the EGM held on 15 May 2015, the resolutions to approve the Second Subscription Agreement, the Subscription Whitewash Waiver, the CB Whitewash Waiver and the re-election of Mr. Tu Jianhua as an executive Director of the Company were duly passed by the Shareholders, all 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 “**First Circular**”) both dated 28 April 2015 in respect of the Second Subscription Agreement, the Subscription Whitewash Waiver, the CB Whitewash Waiver as well as the supplemental notice of the EGM of the Company (the “**Supplemental EGM Notice**”) and the supplemental circular of the Company (the “**Supplemental Circular**”) both dated 29 April 2015 in respect of the re-election of Mr. Tu Jianhua as an executive Director of the Company. Terms used herein shall have the same meanings as defined in the First Circular and the Supplemental Circular unless the context otherwise requires.

Results of the EGM

The Board is pleased to announce that at the EGM held on 15 May 2015, the resolutions to approve the Second Subscription Agreement, the Subscription Whitewash Waiver, the CB Whitewash Waiver and the re-election of Mr. Tu Jianhua as an executive Director of the Company were duly passed by the Shareholders, all by way of poll.

As at the date of the EGM, there were a total number of 1,256,488,706 Shares of the Company in issue.

In respect of the resolutions no. 1, 2 and 3 in the EGM Notice (i.e. the ordinary resolutions for approving the Second Subscription Agreement, the Subscription Whitewash Waiver and the CB Whitewash Waiver, respectively), there were a total number of 611,471,450 Shares entitling the holders thereof to attend

and vote in favour of or against such resolutions at the EGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour of such resolutions at the EGM. The Subscriber (i.e. USUM Investment Group Hong Kong Limited) and parties acting in concert with it, who together held a total number of 203,900,000 Shares (representing approximately 16.23% of the issued share capital of the Company) as at the date of the EGM and Mr. Fang and parties acting in concert with him (i.e. HWH), who together held a total number of 441,117,256 Shares (representing approximately 35.11% of the issued share capital of the Company) as at the date of EGM, were required to abstain from voting on such resolutions and had done so at the EGM.

In respect of the resolution no. 4 in the Supplemental EGM Notice (i.e. the ordinary resolution for approving the re-election of Mr. Tu Jianhua as an executive Director of the Company), there were a total number of 1,256,488,706 Shares entitling the holders thereof to attend and vote in favour of or against such resolution at the EGM. There were no Shares entitling the holders thereof to attend and abstain from voting in favour of such resolution and 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.	To approve, confirm and ratify the Second Subscription Agreement and to authorize any one or more directors of the Company to allot and issue the Second Subscription Shares, and to do all such acts and things as they consider necessary for giving effect to the Second Subscription Agreement and the transactions contemplated thereunder.	527,349,744 (100%)	0 (0%)	645,017,256
2.	To approve the Subscription Whitewash Waiver.	527,349,744 (100%)	0 (0%)	645,017,256
3.	To approve the CB Whitewash Waiver.	527,349,744 (100%)	0 (0%)	645,017,256
4.	To re-elect Mr. Tu Jianhua as an executive Director of the Company.	795,455,000 (100%)	0 (0%)	—

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 First Circular and the Supplemental Circular for details of the above resolutions proposed at the EGM. The First Circular and the Supplemental Circular may be viewed and downloaded from the Company's website at www.chiho-tiande.com or the designated website of The Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk.

By Order of the Board
Chiho-Tiande Group Limited
Tu Jianhua
Chairman

Hong Kong, 15 May 2015

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

Executive Directors: Tu Jianhua, Fang Ankong, Gu Liyong

Independent Non-Executive Directors: Loke Yu, Zhang Jingdong, Zhu Dajian

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.