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中國植物開發控股有限公司

CHINA BOTANIC DEVELOPMENT HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock code: 2349)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 31 JULY 2009

The Board is pleased to announce that at the EGM, the proposed resolution was duly passed by the Shareholders (other than the Abstained Shareholders (as defined below)) by way of poll.

Reference is made to the circular (the “**Circular**”) of China Botanic Development Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) dated 16 July 2009. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE EGM

At the EGM held on 31 July 2009, the proposed resolution as set out in the Notice was taken by poll. The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

As at the date of EGM, the total number of issued shares in the Company was 1,104,572,916 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolution at the EGM. A total of 507,006,362 Shares were held by the Shareholders who attended and voted for or against the resolution at the EGM.

Prime Investments Holdings Limited, BOCI Financial Products Limited, Super Yield Management Company Limited, Mr. Yee Ka Yau Kenneth, Mr. Fung Cheuk Nang Clement and their respective associates (the “**Abstained Shareholders**”) were required to and did abstain from voting in respect of the resolution. As at the date of the EGM, Prime Investments Holdings Limited, BOCI Financial Products Limited, Super Yield Management Company Limited and Mr. Yee Ka Yau Kenneth were interested in 59,934,987 Shares, 1,380,000 Shares, 620,000 Shares and 8,178,000 Shares respectively, representing approximately 5.43%, 0.12%, 0.05% and 0.74% of the issued share capital of the Company. As at the date of the EGM, Mr. Fung Cheuk Nang Clement and his associates were not interested in any Shares of the Company. Save as mentioned herein, no Shareholder was entitled to attend and vote only against any resolution at the EGM.

The Board is pleased to announce that the proposed resolution was duly passed by the Shareholders (other than the Abstained Shareholders) by way of poll at the EGM. The poll results in respect of the resolution were as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
1. To approve the Deed of Alteration and the transactions contemplated thereunder	502,178,362 (99.05%)	4,828,000 (0.95%)

As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as ordinary resolution of the Company.

By order of the Board
China Botanic Development Holdings Limited
But Ka Wai
Chairman

Hong Kong, 31 July 2009

As at the date of this announcement, the Board comprises Mr. But Ka Wai (Chairman), Mr. But Chai Tong (Vice Chairman), Mr. Sun Zhen Yu and Mr. Ren Qian as executive Directors, Mr. Zhou Kun as non-executive Director and Mr. Ku Siu Fung, Stephen, Mr. Chen Ziqiang, Mr. Tam Pei Qiang and Ms. Li Ling as independent non-executive Directors.