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## **CHINA MANDARIN HOLDINGS LIMITED**

**中國東方實業集團有限公司\***

*(formerly known as Mandarin Entertainment (Holdings) Limited 東方娛樂控股有限公司\*)*

*(incorporated in Bermuda with limited liability)*

(Stock Code: 00009)

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 3 JUNE 2009**

The Board is pleased to announce that at the AGM, all the proposed resolutions were duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) of China Mandarin Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) dated 29 April 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 AGM**

At the AGM held on 3 June 2009, all proposed resolutions as set out in the Notice were taken by poll. The Company’s branch share registrar in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

As at the date of AGM, the total number of issued shares in the Company was 2,177,900,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions and special resolution at the AGM. A total of 1,736,158,529 Shares were held by the Shareholders who attended and voted for or against the resolutions at the AGM. No Shareholder was entitled to attend and vote only against any resolutions at the AGM.

The Board is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM. The poll results in respect of the resolutions were as follows:

Ordinary Resolutions	Number of Votes (%)	
	For	Against
1. To receive and approve the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the year ended 31 December 2008	1,736,158,529 (100%)	0 (0%)
2. (a) To re-elect Mr. Wong Pak Ming as executive Director	1,736,158,529 (100%)	0 (0%)
(b) To re-elect Mr. Hui Wai Lee Willy as executive Director	1,736,158,529 (100%)	0 (0%)
(c) To re-elect Mr. Choy Sze Chung Jojo as independent non-executive Director	1,736,158,529 (100%)	0 (0%)
(d) To authorise the Board to fix the Directors' remuneration	1,736,158,529 (100%)	0 (0%)
3. To re-appoint Messrs. Ernst & Young as the Company's auditors and authorise the Board to fix their remuneration	1,736,158,529 (100%)	0 (0%)
4. To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company's Shares	1,736,158,529 (100%)	0 (0%)
5. To grant a general mandate to the Directors to repurchase the Company's Shares	1,736,158,529 (100%)	0 (0%)
6. To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution no.4	1,736,158,529 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.

By order of the Board  
**China Mandarin Holdings Limited**  
**Lai Pik Chi Peggy**  
*Chairman*

Hong Kong, 3 June 2009

*As at the date of this announcement, the Board comprises eight Directors. The executive Directors are Ms. Lai Pik Chi, Peggy (Chairman), Ms. Law Kee, Alice (Chief Executive Officer), Mr. Kwok Tsz Wing (Deputy Chairman), Mr. Wong Pak Ming and Mr. Hui Wai Lee, Willy; and the independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Tsui Pui Hung and Mr. Chan Tung Tak, Alain.*

\* *for identification purpose only*