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中國秦發集團有限公司

中國秦發集團有限公司
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00866)

23 May 2016

The board (the “**Board**”) of directors of the Company (the “**Company**”) is pleased to announce that, except for ordinary resolution 2.(A)(iii) which was not passed by way of poll, all the proposed resolutions set out in the Notice (defined below) were duly passed by way of poll.

References are made to (i) the circular of the Company dated 19 May 2016 (the “**Circular**”) and all the Ordinary Resolutions proposed in the notice of the Annual General Meeting dated 19 May 2016 (the “**Notice**”), which were dispatched to the Shareholders on 19 May 2016; and (ii) the clarification announcement made by the Company dated 23 May 2016 (the “**Clarification Announcement**”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

Pursuant to the Listing Rules, voting at general meetings of the Company must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, at the Annual General Meeting, poll voting for all the Ordinary Resolutions as set out in the Notice were proceeded.

Union Registrars Limited, the Company’s branch share registrar and transfer office in Hong Kong, acted as the scrutineer for the poll voting.

The poll results are as follows:-

		(A) (%)	
		For	Against
1.	To receive and adopt the audited financial statements and reports of the Directors and the auditors of the Company for the year ended 31 December 2015.	1,549,678,661 (100.0000%)	0 (0.0000%)
2.(A)	(i) To re-elect Mr. XU Jihua as an executive Director.	1,549,676,661 (99.9999%)	2,000 (0.0001%)
	(ii) To re-elect Ms. WANG Jianfei as an executive Director.	1,549,676,661 (99.9999%)	2,000 (0.0001%)
	(iii) To re-elect Mr. MA Baofeng as an executive Director.	153,536,255 (9.9076%)	1,396,142,406 (90.0924%)
2.(B)	To authorise the Board to determine the remuneration of the Directors.	1,549,676,661 (99.9999%)	2,000 (0.0001%)
3.	To re-appoint Moore Stephens CPA Limited as the auditors of the Company and to authorise the Board to fix their remuneration.	1,549,678,661 (100.0000%)	0 (0.0000%)
4.(A)	To grant an unconditional general mandate to the Directors to repurchase Shares ^(Note) ;	1,549,678,661 (100.0000%)	0 (0.0000%)
4.(B)	To grant an unconditional general mandate to the Directors to allot and issue Shares ^(Note) ; and	1,549,666,506 (99.9992%)	12,155 (0.0008%)
4.(C)	To extend the general mandate granted to the Directors to issue Shares by adding the number of the Shares repurchased ^(Note) .	1,549,674,506 (99.9997%)	4,155 (0.0003%)

Note: The full text of the resolution numbers 4.(A) to 4.(C) are set forth in the Notice and the Announcement.

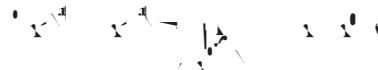
More than 50% of the votes were cast in favour of the proposed resolutions 1, 2.(A)(i), 2.(A)(ii), 2.(B), 3, 4.(A), 4.(B) and 4.(C), all these resolutions were duly passed as ordinary resolutions at the Annual General Meeting.

More than 50% of the votes were cast against the proposed resolution 2.(A)(iii), Mr. MA Baofeng was not re-elected as executive Director. Accordingly, Mr. Ma is no longer an executive Director with effect from 23 June 2016. Mr. Ma has no disagreement with the Board and there is no matter in relation to his retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to take this opportunity to thank Mr. Ma for his contribution during his tenure of office.

As of the date of the Annual General Meeting, the number of issued Shares was 2,493,413,985, which was the total number of Shares entitling the holders to attend and vote for or against all resolutions at the Annual General Meeting. There were no restrictions on any Shareholders to cast votes on any of the Ordinary Resolutions at the Annual General Meeting.

By order of the Board of



Chairman

Hong Kong, 23 June 2016

As of the date of this announcement, the Board comprises Mr. XU Jihua, Ms. WANG Jianfei, Mr. XU Da and Mr. BAI Tao as the executive Directors, and Mr. HUANG Guosheng, Mr. LAU Sik Yuen and Mr. XING Zhiying as the independent non-executive Directors.