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**SINOREF**  
**SINOREF HOLDINGS LIMITED**  
**華耐控股有限公司**  
*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 1020)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

Reference is made to the circular (“**Circular**”) of Sinoref Holdings Limited (“**Company**”) dated 20 April 2011. Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Annual General Meeting held on 26 May 2011, voting on the proposed ordinary resolutions (“**Resolutions**”) as set out in the AGM Notice contained in the Circular was conducted by poll. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as scrutineer for the vote-taking at the Annual General Meeting.

The Board is pleased to announce that all the Resolutions were duly passed at the Annual General Meeting. The poll results in respect of each of the Resolutions are as follows:

<b>Resolutions</b>		<b>For Number of Shares (Approximate %)</b>	<b>Against Number of Shares (Approximate %)</b>
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 December 2010	549,012,000 (100%)	0 (0%)
2.	To approve the declaration of a final dividend for the year ended 31 December 2010	549,012,000 (100%)	0 (0%)
3(a).	To re-elect Mr. Xu Yejun as director	549,012,000 (100%)	0 (0%)
3(b).	To re-elect Dr. Zhang Lanyin as director	549,012,000 (100%)	0 (0%)
3(c).	To re-elect Mr. Tsui Siu Hang, Steve as director	549,012,000 (100%)	0 (0%)
3(d).	To authorise the board of directors to fix the directors’ remuneration	549,012,000 (100%)	0 (0%)

<b>Resolutions</b>		<b>For Number of Shares (Approximate %)</b>	<b>Against Number of Shares (Approximate %)</b>
4.	To re-appoint the auditors and to authorise the board of directors to fix their remuneration	549,012,000 (100%)	0 (0%)
5.	To grant a general mandate to the directors to allot, issue or otherwise deal with the Company's shares	529,408,000 (96.43%)	19,604,000 (3.57%)
6.	To grant a general mandate to the directors to repurchase the Company's shares	549,012,000 (100%)	0 (0%)
7.	To extend the general mandate granted to the directors to issue the Company's shares by the number of shares repurchased	535,608,000 (97.56%)	13,404,000 (2.44%)

*Note:* The percentage of votes are based on the total number of Shares held by the Shareholders who voted at the Annual General Meeting in person or by corporate representative or proxy.

As at the date of the Annual General Meeting, a total of 1,200,000,000 Shares were in issue which entitled the holders to attend and vote on the Resolutions, and there was no Share entitling the holder to attend and vote only against the Resolutions.

*As at the date of this announcement, the executive Directors are Mr. Xu Yejun, Dr. Zhang Lanyin and Mr. Gu Aoxing, the non-executive Director is Mr. Gao Zhilong, and the independent non-executive Directors are Mr. Yao Enshu, Mr. Yang Fuqiang and Mr. Tsui Siu Hang, Steve.*

For and on behalf of  
the Board of Directors of  
**Sinoref Holdings Limited**  
**Xu Yejun**

Hong Kong, 26 May 2011