

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



SINOREF

華耐控股有限公司

SINOREF HOLDINGS LIMITED

(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 14 May 2012. Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Annual General Meeting held on 12 June 2012, 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 of the Resolutions were duly passed at the Annual General Meeting. The poll results in respect of each of the Resolutions are as follows:

Resolutions		For Number of Shares (Approximate %)	Against Number of Shares (Approximate %)
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 2011	680,004,000 (100.00%)	0 (0.00%)
2.	To declare a final dividend for the year ended 31 December 2011	680,004,000 (100.00%)	0 (0.00%)
3(a).	To re-elect Mr. Gu Aoxing as director	680,004,000 (100.00%)	0 (0.00%)
3(b).	To re-elect Mr. Gao Zhilong as director	680,004,000 (100.00%)	0 (0.00%)
3(c).	To re-elect Mr. Yang Fuqiang as director	680,004,000 (100.00%)	0 (0.00%)
3(d).	To authorise the board of directors to fix the directors’ remuneration	680,004,000 (100.00%)	0 (0.00%)
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors and to authorise the board of directors to fix their remuneration	680,004,000 (100.00%)	0 (0.00%)

Resolutions		For Number of Shares (Approximate %)	Against Number of Shares (Approximate %)
5.	To grant a general mandate to the directors to allot, issue or otherwise deal with the Company's shares	670,504,000 (98.60%)	9,500,000 (1.40%)
6.	To grant a general mandate to the directors to repurchase the Company's shares	680,004,000 (100.00%)	0 (0.00%)
7.	To extend the general mandate granted to the directors to issue the Company's shares by the number of shares repurchased	670,504,000 (98.60%)	9,500,000 (1.40%)
8.	To refresh the existing scheme limit under the existing share option scheme of the Company	670,504,000 (98.60%)	9,500,000 (1.40%)

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. There was no Share entitling the holder to attend and abstain from voting in favour at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the Annual General Meeting. None of the Shareholders has stated any intention in the Circular to vote against any of the Resolutions or to abstain from voting at the Annual General Meeting.

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
Chairman

Hong Kong, 12 June 2012