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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 EXTRAORDINARY GENERAL MEETING HELD  
ON 28 FEBRUARY 2014**

Reference is made to the circular issued by Sinoref Holdings Limited (the “**Company**”) dated 12 February 2014 (the “**Circular**”). Terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

Poll results in respect of the resolution proposed at the EGM of the Company held on 28 February 2014 are as follows:

Ordinary Resolution	Number of Shares voted (Approximate %)	
	For	Against
To grant a general mandate to the board of directors of the Company to allot, issue and deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution.	255,376,000 (99.09%)	2,344,000 (0.91%)
As more than 50% of the votes were in favour of the resolution set out above, the resolution was passed as an ordinary resolution of the Company.		

As at the date of the EGM, the issued share capital of the Company comprised 1,402,400,000 Shares and no Shareholder held more than 30% of the issued share capital of the Company. As there was no controlling Shareholder as at the date of the EGM, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates were required to abstain from voting in favour of the resolution at the EGM in accordance with Rule 13.36(4) of the Listing Rules.

As at the date of the EGM, Mr. Xu Yejun, being an executive Director holding 330,000,000 Shares, representing approximately 23.53% of the issued share capital of the Company, abstained from voting in favour of the resolution at the EGM.

Save as disclosed, no Shareholders were required under the Listing Rules to abstain from voting at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the resolution at the EGM was 1,072,400,000 Shares, representing approximately 76.47% of the issued share capital of the Company.

There were no Shares entitling the holder to attend and vote only against the resolution at the EGM and no parties had stated their intention in the Circular to vote against the resolution at the EGM.

Tricor Investor Services Limited, the branch share registrar of the Company, acted as the scrutineer for the purpose of vote-taking.

By order of the Board  
**Sinoref Holdings Limited**  
**Xu Yejun**  
*Chairman*

Hong Kong, 28 February 2014

*As at the date of this announcement, the executive Directors are Mr. Xu Yejun, Mr. Zhao Ping, Mr. Ho Yuk Hay, the non-executive Director is Mr. Chow Chi Wa and the independent non-executive Directors are Mr. Yao Enshu, Mr. Tsui Siu Hang, Steve and Mr. Wong Kwong Chi.*