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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 23 April 2014. Terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Annual General Meeting held on 30 May 2014, 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:

<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 2013	645,812,000 100%	0 0%
2(a).	To re-elect Mr. Xu Yejun as director	645,376,000 99.9325%	436,000 0.0675%
2(b).	To re-elect Mr. Zhao Ping as director	645,812,000 100%	0 0%
2(c).	To re-elect Mr. Ho Yuk Hay as director	645,812,000 100%	0 0%
2(d).	To re-elect Mr. Chow Chi Wa as director	645,372,000 99.9319%	440,000 0.0681%
2(e).	To re-elect Mr. Wong Kwong Chi as director	645,808,000 99.9994%	4,000 0.0006%
2(f).	To authorise the board of directors to fix the directors’ remuneration	645,808,000 99.9994%	4,000 0.0006%

<b>Resolutions</b>		<b>For Number of Shares (Approximate %)</b>	<b>Against Number of Shares (Approximate %)</b>
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors and to authorise the board of directors to fix their remuneration	645,812,000 100%	0 0%
4.	To grant a general mandate to the directors to allot, issue or otherwise deal with the Company's shares	645,364,000 99.9306%	448,000 0.0694%
5.	To grant a general mandate to the directors to repurchase the Company's shares	645,812,000 100%	0 0%
6.	To extend the general mandate granted to the directors to issue the Company's shares by the number of shares repurchased	645,368,000 99.9312%	444,000 0.0688%

*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 1,494,452,000 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.

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

Hong Kong, 30 May 2014

*As at the date of this announcement, the executive Directors are Mr. Xu Yejun, Mr. Zhao Ping and 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.*