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vongroup
VONGROUP LIMITED
黃河實業有限公司*

*(Incorporated in the Cayman Islands with limited liability)
(Stock code: 318)*

**POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD
ON 29 SEPTEMBER 2009
RETIREMENT OF DIRECTOR
AND
CHANGE OF AUTHORISED REPRESENTATIVE**

Reference is made to the circular of Vongroup Limited (the “**Company**”) dated 31st August 2009 (the “**Circular**”). Capitalised terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM all the proposed resolutions set out in the AGM Notice were duly passed by Shareholders by way of poll (save for resolution 2(a)(i) below which was cancelled and not put to vote at the AGM for reasons described below).

As at the date of the AGM, the Company had 5,859,860,900 Shares in issue. All Shareholders were entitled to attend and vote for or against the resolutions proposed at the AGM. There was no Share entitling the Shareholders to attend and vote only against the proposed resolutions at the AGM.

Tricor Tengis Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of all the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		No. of Shares (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and Auditors for the year ended 30 April 2009.	1,495,633,300 (100.00%)	0 (0.00%)
2.	(a) To re-elect the retiring Directors		
	(i) Mr. Wong Chi Man	N/A	N/A
	(ii) Ms. Wong Man Ngar Edna	1,495,633,300 (100.00%)	0 (0.00%)
	(b) To authorise the Board of Directors to fix the remuneration of the Directors.	1,495,633,300 (100.00%)	0 (0.00%)
3.	To re-appoint CCIF CPA Limited as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.	1,495,633,300 (100.00%)	0 (0.00%)
4A.	To grant a general mandate to the Directors to issue Shares (Resolution A set out in item 4 of the AGM Notice).	1,483,563,300 (99.19%)	12,070,000 (0.81%)
4B.	To grant a general mandate to the Directors to repurchase Shares (Resolution B set out in item 4 of the AGM Notice).	1,495,633,300 (100.00%)	0 (0.00%)
4C.	To extend the general mandate granted to the Directors to cover the Shares repurchased by the Company (Resolution C set out in item 4 of the AGM Notice).	1,483,563,300 (99.19%)	12,070,000 (0.81%)

RETIREMENT OF DIRECTOR

The Board further announces that Mr. Wong Chi Man (“**Mr. Wong**”), an executive Director, has retired from office pursuant to the Articles of Association of the Company at the AGM and has informed the Board in writing on 29 September 2009 that he would stand down from re-election as Director at the AGM as he would like to spend more time on his other businesses and personal commitments. Mr. Wong will continue to serve as director of certain operating subsidiaries of the Group. As a result, resolution 2(a)(i) above was cancelled and not put to vote at the AGM and Mr. Wong retired as Director at the conclusion of the AGM.

Mr. Wong has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the Shareholders or the Stock Exchange in respect of his retirement.

The Board would like to express its gratitude to Mr. Wong for his valuable efforts and contributions to the Company during his term of service and offer its best wishes to him.

CHANGE OF AUTHORISED REPRESENTATIVE

Immediately following the retirement of Mr. Wong as Director, he also ceased to be an authorised representative of the Company.

The Board also announces that, with effect from 29 September 2009, Ms. Wong Ka Man, the company secretary of the Company, has been appointed as an authorised representative of the Company under Rule 3.05 of the Listing Rules.

By Order of the Board
Vongroup Limited
Vong Tat Ieong, David
Executive Director

Hong Kong, 29 September 2009

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Vong Tat Ieong David and Mr. Xu Siping; and three independent non-executive Directors, namely Mr. Fung Ka Keung David, Dr. Lam Lee G. and Ms. Wong Man Ngar Edna.

** For identification purpose only*