

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.

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 24 SEPTEMBER 2012**

Reference is made to the circular of Vongroup Limited (the “**Company**”) dated 22nd August 2012 (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 ANNUAL GENERAL MEETING (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.

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 2012.	1,991,991,500 (100.00%)	0 (0.00%)
2.	(a) To re-elect the retiring Directors		
	(i) Mr. Xu Siping	1,991,991,500 (100.00%)	0 (0.00%)
	(ii) Ms. Wong Man Ngar Edna	1,991,991,500 (100.00%)	0 (0.00%)
	(b) To authorise the Board of Directors to fix the remuneration of the Directors.	1,991,991,500 (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.	1,991,991,500 (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).	1,985,146,500 (99.66%)	6,845,000 (0.34%)
4B.	To grant a general mandate to the Directors to repurchase Shares (Resolution B set out in item 4 of the AGM Notice).	1,991,991,500 (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).	1,985,146,500 (99.66%)	6,845,000 (0.34%)

By Order of the Board
Vongroup Limited
Tsui Siu Hung Raymond
Company Secretary

Hong Kong, 24 September 2012

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Vong Tat Jeong 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*