



GOLDBOND GROUP HOLDINGS LIMITED

金榜集團控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 172)

EXTRAORDINARY GENERAL MEETINGS – POLL RESULTS

At the extraordinary general meetings of the Company held on 16 December 2004, the ordinary resolutions proposed for approving the Acquisition Agreement and the Subscription Agreement and the respective transactions contemplated thereunder were duly passed by the Shareholders (who are entitled to vote at such meetings) by way of poll.

Reference is made to the circulars (the “Circulars”) dated 11 November 2004 and 25 November 2004 issued by Goldbond Group Holdings Limited (the “Company”). Terms used herein shall have the same meanings as those defined in the Circulars unless the context requires otherwise. The Board announced that the extraordinary general meetings of the Company were held on 16 December 2004 (the “EGMs”) and the followings are the poll results in respect of the resolutions proposed at the EGMs:

Extraordinary general meeting of the Company for the Acquisition (the “EGM 1”)

The Board is pleased to announce that the ordinary resolution (the “Resolution 1”) relating to the Acquisition was duly passed by the Shareholders other than Mr. Wong, Mr. Kee, Mr. Ko and their respective associates by poll at the EGM 1 held on 16 December 2004. The result of the Resolution 1 in respect of the poll taken at the EGM 1 is as follows:

Resolution 1	No. of votes (%)	
	For	Against
To consider and, if thought fit, approve the entering into of the Acquisition Agreement upon the terms and subject to the conditions therein contained	117,130,000 (100%)	0 (0%)

As stated in the circular of the Company dated 11 November 2004, Mr. Wong, Mr. Kee, Mr. Ko and their respective associates (holding in aggregate 969,003,443 Shares) did abstain from voting on the Resolution 1 at the EGM 1. There were no Shares in respect of which their holders were entitled to attend and vote only against the Resolution 1 at the EGM 1.

Extraordinary general meeting of the Company for the Subscription (the “EGM 2”)

The Board is pleased to announce that the ordinary resolution (the “Resolution 2”) relating to the Subscription was duly passed by the Shareholders other than Mr. Wong and his associates by poll at the EGM 2 held on 16 December 2004. The result of the Resolution 2 in respect of the poll taken at the EGM 2 is as follows:

Resolution 2	No. of votes (%)	
	For	Against
To consider and, if thought fit, approve the entering into of the Subscription Agreement upon the terms and subject to the conditions therein contained	573,221,443 (100%)	0 (0%)

As stated in the circular of the Company dated 25 November 2004, Mr. Wong and his associates (holding in aggregate 497,232,000 Shares) did abstain from voting on the Resolution 2 at the EGM 2. There were no Shares in respect of which their holders were entitled to attend and vote only against the Resolution 2 at the EGM 2.

As at the date of the EGMs, the Company had 1,662,440,000 issued Shares and the total number of Shares entitling the holders to attend and vote for or against the Resolution 1 and Resolution 2 was 693,436,557 and 1,165,208,000 respectively.

As more than 50% of the votes was cast in favour of the above resolutions, the resolutions were duly passed as ordinary resolutions.

Computershare Hong Kong Investor Services Limited, the share registrars of the Company, acted as scrutineers for the vote-taking at the EGMs.

As at the date of this announcement, the executive Directors are Mr. Wong Yu Lung, Charles, Mr. Ko Po Ming, Ms. Loh Jiah Yee, Katherine, Mr. Lan Ning and Mr. Kee Wah Sze; and the independent non-executive Directors are Mr. Ip Yin Wah, Mr. Ma Ho Fai, Mr. Shiraki Melvin Jitsumi and Mr. Zhang Xiao Shu.

By order of the Board
Goldbond Group Holdings Limited
Lin Fung Yi
Company Secretary

16 December 2004, Hong Kong

“Please also refer to the published version of this announcement in The Standard”