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## **China HealthCare Holdings Limited**

**中國衛生控股有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock code: 673)

### **POLL VOTING RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 AUGUST 2012**

At the 2012 AGM, all the resolutions moved at the 2012 AGM as set out in the notice of the 2012 AGM were duly passed by the Shareholders present and voting at the 2012 AGM by way of poll.

Reference is made to the circular of the Company dated 31 July 2012 (the “**Circular**”) in relation to the 2012 AGM. Unless the context otherwise states, terms used in this announcement shall have the same meanings as defined in the Circular.

#### **RESULTS OF THE 2012 AGM**

The Board is pleased to announce that at the 2012 AGM held at Unit 801, 8/F, China Insurance Group Building, 141 Des Voeux Road Central, Hong Kong on Tuesday, 28 August 2012 at 10:30 a.m., all the resolutions moved at the 2012 AGM as set out in the notice of the 2012 AGM were duly passed by the Shareholders present and voting at the 2012 AGM by way of poll.

\* *For identification purposes only*

The voting results at the 2012 AGM are as follows:

| Ordinary resolutions |  | Number of votes (%)      |                   |
|----------------------|--|--------------------------|-------------------|
|                      |  | For                      | Against           |
| 1.                   | To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and the auditors for the year ended 31 March 2012.  | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 2.                   | To re-elect Mr. Mu Xiang Ming as an independent non-executive director of the Company.   | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 3.                   | To re-elect Dr. Yan Shi Yun as an independent non-executive director of the Company.   | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 4.                   | To fix the maximum number of directors.  | 178,547,591<br>(99.99%)  | 13,324<br>(0.01%) |
| 5.                   | To authorize the board of directors of the Company to appoint additional directors, where necessary.   | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 6.                   | To authorize the board of directors of the Company to fix the respective directors' remuneration.  | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 7.                   | To re-appoint Messrs. Zenith CPA Limited as auditors of the Company and to authorize the board of directors of the Company to fix the auditors' remuneration.  | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 8.                   | To grant a general mandate to the directors to allot, issue and deal with additional ordinary shares of the Company not exceeding 20 per cent. of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of passing of this resolution. | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 9.                   | To grant a general mandate to the directors to repurchase ordinary shares of the Company not exceeding 10 per cent. of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of passing of this resolution.                            | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 10.                  | To extend the general mandate granted to the directors to allot, issue and deal with additional ordinary shares in the capital of the Company by the aggregate nominal amount of ordinary shares repurchased by the Company.   | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |
| 11.                  | To approve the 2012 Share Option Scheme and authorize the board of directors of the Company to grant options under the 2012 Share Option Scheme.   | 178,560,915<br>(100.00%) | 0<br>(0.00%)      |

*Notes:*

- (a) Since a majority of the votes cast was in favour of each resolution, all the above resolutions moved at the 2012 AGM were duly passed.
- (b) The total number of Shares in issue as at the date of the 2012 AGM: 503,259,665
- (c) The total number of Shares entitling the holders to attend and vote for or against the resolutions at the 2012 AGM: 503,259,665
- (d) The total number of Shares entitling the holders to attend and vote only against the resolutions at the 2012 AGM: Nil
- (e) None of the Shareholders have stated their intention in the Circular to vote against the resolutions at the 2012 AGM.
- (f) No Shareholder was required to abstain from voting on the resolutions at the 2012 AGM.
- (g) Tricor Tengis Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the 2012 AGM.

**DIRECTORS OF THE COMPANY**

As at the date of this announcement, the Board comprises Dr. Li Zhong Yuan and Mr. Zhou Bao Yi, all of whom are executive Directors; Mr. Martin Treffer who is a non-executive Director; and Mr. Mu Xiang Ming, Mr. Jiang Bo and Dr. Yan Shi Yun, all of whom are independent non-executive Directors.

By Order of the Board of  
**China HealthCare Holdings Limited**  
**Zhou Bao Yi**  
*Executive Director*

Hong Kong, 28 August 2012