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## HKR INTERNATIONAL LIMITED 香港興業國際集團有限公司\*

(Incorporated in the Cayman Islands with limited liability) (Stock code: 00480)

## POLL RESULTS AT ANNUAL GENERAL MEETING HELD ON 8 SEPTEMBER 2011 AND ADOPTION OF 2011 SHARE OPTION SCHEME

The Board is pleased to announce that all proposed resolutions set out in the Notice were duly passed at the AGM by way of poll and the Company has also adopted 2011 Share Option Scheme at the AGM.

Reference is made to the circular (the "Circular") of HKR International Limited (the "Company") and the notice of the annual general meeting (the "Notice") both dated 18 July 2011 and issued to the shareholders of the Company. Unless the context otherwise required, terms defined in this announcement shall have the same meanings as those defined in the Circular and the Notice.

## **RESULTS OF THE AGM**

The board of directors of the Company (the "Board") is pleased to announce that at the annual general meeting of the Company held on 8 September 2011 (the "AGM"), all proposed resolutions set out in the Notice were duly passed by way of poll.

As at the date of the AGM, the Company had 1,350,274,367 shares of par value of HK\$0.25 each in issue, which was the total number of shares entitling the shareholders to attend and vote for or against the resolutions at the AGM. There was no restriction on any shareholders casting votes on any of the resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the resolutions transacted at the AGM are as follows:-

	Ordinary Resolutions To receive the audited consolidated financial statements and the reports of the directors and the independent auditor of the Company for the year ended 31 March 2011.		Number of votes cast (Approximate percentage of votes cast)	
			For	Against
1.			780,403,624 (99.9891 %)	84,700 (0.0109 %)
2.		declare a final dividend for the year ended 31 ch 2011.	780,482,224 (99.9891 %)	84,700 (0.0109 %)
3.	(1)	To re-elect The Honourable Ronald Joseph ARCULLI as a non-executive director;	762,520,089 (97.6880 %)	18,046,835 (2.3120 %)
	(2)	To re-elect Mr CHA Yiu Chung Benjamin as an executive director;	718,848,687 (93.9231 %)	46,509,733 (6.0769 %)
	(3)	To re-elect Dr The Honourable CHEUNG Kin Tung Marvin as an independent non-executive director;	779,937,424 (99.9194 %)	629,500 (0.0806 %)
	(4)	To re-elect Mr CHEUNG Tseung Ming as a non- executive director;	775,107,424 (99.3006 %)	5,459,500 (0.6994 %)
	(5)	To re-elect Mr TANG Moon Wah as an executive director;	771,684,520 (99.6547 %)	2,673,900 (0.3453 %)
	(6)	To re-elect Ms WONG CHA May Lung Madeline as a non-executive director; and	714,312,199 (91.5120 %)	66,254,725 (8.4880 %)
	(7)	To authorise the board of directors of the Company to fix the fees of all directors (including any new director who may be appointed) for the year ending 31 March 2012.	779,859,824 (99.9165 %)	651,900 (0.0835 %)
ł.	To re-appoint Messrs Deloitte Touche Tohmatsu as the independent auditor of the Company for the ensuing year and to authorise the board of directors of the Company to fix their remuneration.		778,076,224 (99.6809 %)	2,490,700 (0.3191 %)
5.	To grant a general mandate to the directors of the Company to allot, issue, grant, distribute and otherwise deal with additional Shares in the Company.		713,409,144 (91.3963 %)	67,157,780 (8.6037 %)
5.	To grant a general mandate to the directors of the Company to purchase or repurchase Shares of the Company.		780,482,224 (99.9891 %)	84,700 (0.0109 %)
7.	Conditional on the passing of resolutions numbered 5 and 6, to extend the Issue Mandate under resolution numbered 5.		713,218,744 (91.3719 %)	67,348,180 (8.6281 %)
3.	To approve and adopt the 2011 Share Option Scheme and to authorise the board of directors of the Company to grant options under the 2011 Share Option Scheme and to allot and issue shares upon exercise of the options.		730,032,384 (93.5289 %)	50,509,740 (6.4711 %)

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions numbered 1 to 8 including numbered 3(1) to 3(7), resolutions numbered 1 to 8 including numbered 3(1) to 3(7) as set out in the Notice were duly passed as ordinary resolutions of the Company.

## **ADOPTION OF 2011 SHARE OPTION SCHEME**

Pursuant to Rule 17.02(1)(a) of the Listing Rules, the Board is also pleased to announce that the 2011 Share Option Scheme with its principal terms made in accordance with Chapter 17 of the Listing Rules and duly set out in a summary of Appendix III to the Circular, was approved and adopted by the Shareholders of the Company upon passing of the ordinary resolution numbered 8 at the AGM subject to the Listing Committee of the Stock Exchange granting the approval of the listing of , and permission to deal in the shares of the Company upon exercise of the Options. Upon passing the ordinary resolution to adopt the 2011 Share Option Scheme, the 2002 Share Option Scheme was terminated accordingly.

By order of the Board HKR INTERNATIONAL LIMITED MAK Sau Ching Company Secretary

Hong Kong, 8 September 2011

As at the date of this announcement, the board of directors of the Company comprises:

Chairman Non-executive Directors Mr CHA Mou Sing Payson The Honourable Ronald Joseph ARCULLI Mr CHA Mou Daid Johnson Mr CHEUNG Tseung Ming **Deputy Chairman & Managing Director** Mr CHA Mou Zing Victor Mr CHEUNG Wing Lam Linus Ms WONG CHA May Lung Madeline **Executive Directors** Mr CHA Yiu Chung Benjamin **Independent Non-executive Directors** Mr CHUNG Sam Tin Abraham Dr CHENG Kar Shun Henry Mr TANG Moon Wah Dr The Honourable CHEUNG Kin Tung Marvin

\* Registered under Part XI of the Companies Ordinance, Chapter 32 of the laws of Hong Kong

Ms HO Pak Ching Loretta

Dr QIN Xiao