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田 生 集 團 有 限 公 司

RICHFIELD GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 183)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 1 NOVEMBER 2011

The Board announces that the ordinary resolutions as set out in the notice of the AGM contained in the Circular were duly approved by the Shareholders by way of poll at the AGM held on 1 November 2011.

Reference is made to the circular dated 30 September 2011 issued by Richfield Group Holdings Limited (the “Company”) in relation to the general mandates to repurchase and issue shares, extension of general mandate to issue shares, re-election of retiring directors, termination of existing share option scheme and adoption of new share option scheme (the “Circular”). Capitalized terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board announces that at the annual general meeting of the Company held on 1 November 2011 (the “AGM”) at which voting was taken by poll, all ordinary resolutions were approved by the Shareholders as all of the votes were cast in favour of such resolutions. The Company’s Hong Kong branch share registrar, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote taking.

As at the date of the AGM, a total number of 3,478,500,000 ordinary shares entitled the holders to attend and vote for or against all resolutions at the AGM. The number of ordinary shares represented by votes for and against the resolutions at the AGM were as follows:

ORDINARY RESOLUTIONS		For		Against	
		Number of shares	%	Number of shares	%
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “Directors”) and the auditor the Company for the year ended 30 June 2011	2,065,897,211	100	0	0
2.	To declare a final dividend of HK0.287 cents per ordinary share for the year ended 30 June 2011	2,065,897,211	100	0	0
3.	(a) To re-elect Mr. Lai Hin Wing, Henry as independent non-executive Director	2,065,897,211	100	0	0
	(b) To re-elect Mr. Lung Hung Cheuk as independent non-executive Director	2,065,897,211	100	0	0
	(c) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration	2,065,897,211	100	0	0
4.	To re-appoint BDO Limited as the Company’s auditor and authorise the Board to fix its remuneration	2,065,897,211	100	0	0
5.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company’s shares	2,052,786,000	99.365	13,111,211	0.635
6.	To grant a general mandate to the Directors to repurchase the Company’s shares	2,065,897,211	100	0	0
7.	To extend the general mandate granted to the Directors to allot, issue and deal with the Company’s shares by the amount of shares repurchased	2,052,786,000	99.365	13,111,211	0.635
8.	To approve the adoption of the New Scheme (as defined in the Circular) and the termination of the Existing Scheme (also as defined in the Circular)	2,056,185,211	99.530	9,712,000	0.470

Remarks:

- a. The total number of the Shares in issue at the time of AGM: 3,478,500,000.
- b. The total number of shares entitling the holder to attend and vote only against the resolutions at the AGM: Nil.
- c. None of the Shareholders have stated their intention in the Circular to vote against any of the resolutions at the AGM.
- d. None of the Shareholders is required to abstain from voting on any of the resolutions at the AGM.

By order of the Board
Richfield Group Holdings Limited
Lee Wing Yin
Executive Director

Hong Kong, 1 November 2011

As at the date of this announcement, the Company's executive directors are Mr. Pong Wai San, Wilson and Mr. Lee Wing Yin, the Company's non-executive director is Mr. Li Chi Chung and the Company's independent non-executive directors are Mr. Koo Fook Sun, Louis, Mr. Lai Hin Wing, Henry and Mr. Lung Hung Cheuk respectively.