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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 20 NOVEMBER 2012

Richfield Group Holdings Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company held at Unit 1209, 12th Floor, Silvercord Tower 2, 30 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong at 9:30 a.m. on 20 November 2012 (the “AGM”), all the proposed resolutions (the “Resolutions”) as set out in the circular (the “Circular”) incorporating a notice of the AGM dated 19 October 2012 (the “Notice”) were duly passed as ordinary resolutions by the shareholders of the Company (the “Shareholders”) by poll voting. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The poll results for the Resolutions are 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 of the Company for the year ended 30 June 2012	2,075,565,263	100	0	0
2.	To declare a final dividend of HK0.287 cent per ordinary share for the year ended 30 June 2012	2,075,565,263	100	0	0

ORDINARY RESOLUTIONS		For		Against	
		Number of shares	%	Number of shares	%
3.	(a) To re-elect Mr. Lee Wing Yin as executive Director	2,075,565,263	100	0	0
	(b) To re-elect Mr. Koo Fook Sun, Louis as independent non-executive Director	2,075,565,263	100	0	0
	(c) To re-elect Mr. Ngan Man Ho as executive Director	2,075,565,263	100	0	0
	(d) To re-elect Ms. Yeung Wing Yan, Wendy as independent non-executive Director	2,075,565,263	100	0	0
	(e) To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration	2,074,593,211	99.953	972,052	0.047
4.	To re-appoint BDO Limited as the Company’s auditor and authorise the Board to fix its remuneration	2,075,565,263	100	0	0
5.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Company’s shares	2,055,802,000	99.048	19,763,263	0.952
6.	To grant a general mandate to the Directors to repurchase the Company’s shares	2,075,565,263	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	2,055,802,000	99.048	19,763,263	0.952

The description of the Resolutions above is by way of summary only. The full text appears in the Notice. As at the date of the AGM:

- (a) The total number of the Shares in issue and entitling the holder to attend and vote for or against the Resolutions at the AGM: 3,478,500,000.
- (b) The total number of Shares entitling the holder to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”): 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 under the Listing Rules to abstain from voting on any of the Resolutions at the AGM.

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

The Company's Hong Kong branch share registrar, Tircor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote taking.

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

Hong Kong, 20 November 2012

As at the date of this announcement, the Company's executive directors are Mr. Lee Wing Yin and Mr. Ngan Man Ho, the Company's non-executive director is Mr. Lai Hin Wing, Henry and the Company's independent non-executive directors are Mr. Koo Fook Sun, Louis, Ms. Yeung Wing Yan, Wendy and Mr. Lung Hung Cheuk respectively.