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## ZHONG FA ZHAN HOLDINGS LIMITED

### 中發展控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 475)**

### POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 17 AUGUST 2012

The board of directors (the “Board”) of Zhong Fa Zhan Holdings Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company held on Friday, 17 August 2012 (the “AGM”) all resolutions proposed (the “Resolutions”) were duly passed by the shareholders of the Company by way of poll. The poll results are set out as follows:

RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 March 2012.	204,730,000 (100%)	0 (0%)
2A.	To re-elect the following directors of the Company:		
a.	Mr. Wu Hao	204,730,000 (100%)	0 (0%)
b.	Mr. Hu Yangjun	204,730,000 (100%)	0 (0%)
c.	Mr. Hu Yishi	204,730,000 (100%)	0 (0%)
d.	Mr. Chan Wing Yuen, Hubert	204,730,000 (100%)	0 (0%)
e.	Mr. Li Wei Qi, Jacky	204,730,000 (100%)	0 (0%)
f.	Mr. Wu Chi Keung	204,730,000 (100%)	0 (0%)
g.	Mr. Heung Chee Hang, Eric	204,730,000 (100%)	0 (0%)
h.	Ms. Kwok Pui Ha	204,730,000 (100%)	0 (0%)

RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
2B.	To authorize the Board to fix the directors' remuneration.	204,730,000 (100%)	0 (0%)
3.	To appoint auditors and to authorize the Board to fix their remuneration.	204,730,000 (100%)	0 (0%)
4A.	To give a general mandate to the directors to issue and allot shares not exceeding 20% of the issued share capital of the Company.	204,730,000 (100%)	0 (0%)
4B.	To give a general mandate to the directors to repurchase the Company's own shares of not exceeding 10% of the issued share capital of the Company.	204,730,000 (100%)	0 (0%)
4C.	To extend the mandate granted under resolution 4A by including nominal amount of the shares repurchased by the Company pursuant to resolution 4B.	204,730,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favor of each of the resolutions 1 to 4, all the Resolutions were duly passed at the AGM.

As at the date of the AGM, the number of issued shares of the Company was 273,610,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the Resolutions at the AGM. There were no shares entitling the holders to attend and vote only against any of the Resolutions at the AGM. No person was required to vote against or to abstain from voting on any of the Resolutions put to vote at the AGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**ZHONG FA ZHAN HOLDINGS LIMITED**  
**Chan Wing Yuen, Hubert**  
*Chief Executive & Executive Director*

Hong Kong, 17 August 2012

*As at the date of this announcement, the Board consists of four executive Directors, namely Mr. Wu Hao, Mr. Hu Yangjun, Mr. Hu Yishi and Mr. Chan Wing Yuen, Hubert; a non-executive Director, namely Mr. Li Wei Qi, Jacky; and three independent non-executive Directors, namely Mr. Wu Chi Keung, Mr. Heung Chee Hang, Eric and Ms. Kwok Pui Ha.*