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**雲南實業控股有限公司\***

**YUNNAN ENTERPRISES HOLDINGS LIMITED**

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

**(Stock Code: 0455)**

**POLL RESULTS OF ANNUAL GENERAL MEETING AND  
EXTRAORDINARY GENERAL MEETING  
HELD ON 27 AUGUST 2010**

**POLL RESULTS OF THE AGM**

The Company is pleased to announce that all the ordinary resolutions set out in the notice of AGM dated 29 July 2010 were duly passed by the shareholders of the Company at the AGM held on 27 August 2010 by way of poll.

**POLL RESULTS OF THE EGM**

The Company is also pleased to announce that the ordinary resolution set out in the notice of EGM dated 12 August 2010 was duly passed by the Independent Shareholders of the Company at the EGM held on 27 August 2010 by way of poll.

**POLL RESULTS OF THE AGM**

Yunnan Enterprises Holdings Limited (the “**Company**”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the “**AGM**”) of the shareholders of the Company held on 27 August 2010 at 11:00 a.m. as follows:

<b>Resolutions proposed at the AGM</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited consolidated financial statements and the report of the Directors and the independent auditor’s report for the year ended 31 March 2010	1,398,098,706 (100.00%)	0 (0.00%)

\* For identification purpose only

Resolutions proposed at the AGM		Number of Votes (%)	
		For	Against
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
2.	To declare a final dividend	1,398,098,706 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
3.	(i) To re-elect Mr. LI Suiming as director	1,397,618,706 (99.97%)	480,000 (0.03%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(ii) To re-elect Mr. LIU Huijiang as director	1,397,618,706 (99.97%)	480,000 (0.03%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
	(iii) To authorize the Board of Directors to fix the remuneration of the Directors for the year ending 31 March 2011	1,398,098,706 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorize the Board of Directors to fix the remuneration of auditor	1,398,098,706 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.		
5.	Ordinary resolution to grant a general mandate to the Directors to repurchase shares of the Company	1,398,098,706 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
6.	Ordinary resolution to grant a general mandate to the Directors to allot and issue new shares in the Company	1,397,618,706 (99.97%)	480,000 (0.03%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

<b>Resolutions proposed at the AGM</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
7.	Ordinary resolution to extend the general mandate to allot and issue new shares by adding the shares repurchased by the Company	1,397,618,706 (99.97%)	480,000 (0.03%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 1,870,118,160 shares of HK\$0.10 each (the “**Shares**”). In relation to all resolutions proposed at the AGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM was 1,870,118,160 Shares. There is no restriction on any shareholders casting votes on any of the resolutions at the AGM.

## **POLL RESULTS OF THE EGM**

Reference is made to the circular (the “**EGM Circular**”) of the Company dated 12 August 2010 in relation to the proposed continuing connected transactions together with the notice of the EGM. Capitalized terms used herein have the same meanings as those defined in the EGM Circular unless the context otherwise requires.

The Company is pleased to announce the poll results in respect of the resolution proposed at the EGM of the shareholders of the Company held on 27 August 2010 at the time following the AGM as follows:

<b>Resolution proposed at the EGM</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
To approve the transactions contemplated under the Framework Agreement including the respective annual caps more particularly set out in the ordinary resolution of the notice of the EGM.		1,190,079,004 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of the resolution proposed at the EGM, the resolution was duly passed as an ordinary resolution.

As at the date of the EGM, the total number of issued and fully paid up Shares was 1,870,118,160 Shares. As disclosed in the Circular, Hongta and its associates which are interested in 214,992,932 Shares, representing approximately 11.50% equity interest of the issued share capital of the Company, are required to abstain from voting in respect of the resolution proposed at the EGM. As a result of the abstention of Hongta and its associates, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the EGM was 1,655,125,228 Shares. None of the Shares would entitle the holder thereof to attend and vote only against the resolution at the EGM.

Tricor Secretaries Limited, the branch Share Registrar of the Company in Hong Kong, acted as scrutineer for the poll at the AGM and the EGM.

Shareholders may refer to the circular dated 29 July 2010 (the “**AGM Circular**”) for details of the above resolutions in 5 to 7 proposed at the AGM and the EGM Circular for details of the resolution proposed at the EGM. Both the AGM Circular and EGM Circular can be viewed and downloaded from the Company’s website at [www.yunnan.com.hk](http://www.yunnan.com.hk) or the designated website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

On behalf of the Board  
**Yunnan Enterprises Holdings Limited**  
**FANG Wen Quan**  
*Chairman*

Hong Kong, 27 August 2010

*As at the date of this announcement, the executive directors of the Company are Mr. FANG Wen Quan (the Chairman and Managing Director), Mr. LI Suiming and Mr. LIU Huijiang and the independent non-executive directors are Mr. CHIU Sung Hong, Mr. CHIU Fan Wa and Mr. LAM Yat Fai.*