



祥泰行集團有限公司\*

CHEUNG TAI HONG HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 199)

## RESULTS OF SPECIAL GENERAL MEETING

The Board is pleased to announce that the resolutions in respect of the Note Subscription and the Placing were duly passed at the SGM held on 8th June, 2006.

Reference is made to the circular issued by the Company dated 22nd May, 2006 (the “Circular”) in relation to the Note Subscription and the Placing. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that at the SGM held on 8th June, 2006, the resolutions in respect of the Note Subscription and the Placing (the “Resolutions”) were duly passed by the Independent Shareholders by way of poll.

As at the date of this announcement, the total number of issued Shares is 1,526,777,541 Shares. In accordance with the Listing Rules, Hanny, the Stark Funds and their respective associates, who in aggregate hold 568,589,997 Shares (representing approximately 37.24% of the total issued share capital of the Company), have abstained from voting on the resolution in respect of the Note Subscription (the “**Note Subscription Resolution**”) at the SGM. The total number of Shares entitling the holders to attend and vote (and excluding those required under the Listing Rules to abstain from voting) on the Note Subscription Resolution at the SGM was 958,187,544 Shares, representing approximately 62.76% of the total issued share capital of the Company. No Shareholder was required to abstain from voting on the resolution in relation to the Placing (the “**Placing Resolution**”) at the SGM. Holders of 440,061,466 Shares and 796,198,738 Shares, which represented approximately 28.82% and 52.15% of the total issued share capital of the Company, voted either in person, by proxy or corporate representative on the Note Subscription Resolution and the Placing Resolution in the SGM respectively. There were no Shares entitling the holders to attend and vote only against each of the Resolutions at the SGM under the Listing Rules. The branch share registrars of the Company, Secretaries Limited, acted as the scrutineer of the vote-taking at the SGM.

Details of the poll results in respect of the Resolutions proposed at the SGM were as follows:

Ordinary resolutions	Number of votes (%)	
	For	Against
No.1 – to approve the Subscription Agreements and all the transactions contemplated thereunder ( <i>Note 1</i> )	440,061,466 (100%)	Nil (0%)
As all votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution.		
No.2 – to approve the Placing Agreement and all the transactions contemplated thereunder ( <i>Note 2</i> )	796,198,738 (100%)	Nil (0%)
As all votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution.		

*Notes:*

1. A total of 440,061,466 Shares were held by the holders who attended in person, by proxy or corporate representative and were entitled to vote on and were not required to abstain from voting on ordinary resolution no.1 at the SGM. The percentages show the number of votes cast as a percentage of such total number of Shares.

2. A total of 796,198,738 Shares were held by the holders who attended in person, by proxy or corporate representative and were entitled to vote on ordinary resolution no.2 at the SGM. The percentages show the number of votes cast as a percentage of such total number of Shares.

By order of the Board  
**Cheung Tai Hong Holdings Limited**  
**Yan Ha Hung, Loucia**  
*Company Secretary*

Hong Kong, 8th June, 2006

*As at the date of this announcement, the Board comprises Mr. Cheung Hon Kit (Chairman) and Mr. Chan Fut Yan (Managing Director) as executive Directors, Mr. Ho Hau Chong, Norman (Deputy Chairman) and Mr. Lo Lin Shing, Simon as non-executive Directors, and Mr. Wong Chi Keung, Alvin, Mr. Kwok Ka Lap, Alva and Mr. Chui Sai Cheong as independent non-executive Directors.*

*\* For identification purpose only*

“Please also refer to the published version of this announcement in The Standard.”