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## **GOLDEN MEDITECH COMPANY LIMITED**

**金衛醫療科技有限公司**

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

**(Stock Code: 8180)**

### **RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

<p>The Board is pleased to announce that all the ordinary resolutions proposed at the EGM as set out in the EGM Notice were duly passed by way of poll.</p>
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Reference is made to the notice of the extraordinary general meeting (the “**EGM Notice**”) of Golden Meditech Company Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 24 November 2008. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless the context otherwise requires.

#### **RESULTS OF THE EGM**

The Board is pleased to announce that at the EGM held on 15 December 2008, the ordinary resolutions numbered 1 and 2 as set out in the EGM Notice were duly passed by the Independent Shareholders by way of poll; the ordinary resolution numbered 3 as set out in the EGM Notice was duly passed by the Minority Shareholders by way of poll; and the ordinary resolution numbered 4 as set out in the EGM Notice was duly passed by the Shareholders by way of poll.

As at the date of the EGM, a total of 1,593,921,625 Shares were in issue. As stated in the Circular, Jayhawk and its associates were required to abstain from voting on the ordinary resolutions numbered 1 and 2 proposed at the EGM. The Board confirmed that to the best of the Directors’ knowledge, Jayhawk and its associates have abstained from voting on those resolutions at the EGM.

As stated in the Circular, those Shareholders who are either Directors or substantial shareholders of the Company were required to abstain from voting on the ordinary resolution numbered 3 proposed at the EGM. The Board confirmed that to the best of the Directors' knowledge, Shareholders other than the Minority Shareholders have abstained from voting on the resolution at the EGM.

There were no Shares entitling the Shareholders to attend and vote only against the proposed resolutions at the EGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the EGM. The voting in respect of the ordinary resolutions proposed at the EGM was taken by way of a poll and the results are as follows:

Ordinary Resolutions	For		Against	
	Number of Votes	%	Number of Votes	%
1. To approve, ratify and confirm the Agreement and the Proposed Transaction as set out in the ordinary resolution numbered 1 in the EGM Notice.	861,094,908	99.43	4,899,815	0.57
2. To approve the Proposed Spin-off as set out in the ordinary resolution numbered 2 in the EGM Notice.	861,094,908	99.43	4,899,815	0.57
3. To approve the waiver of the rights of the Shareholders to the assured entitlements to the new shares of Pantheon Cayman as set out in the ordinary resolution numbered 3 in the EGM Notice.	471,230,908	95.41	22,679,815	4.59
4. To approve the termination of the share option scheme of China Stem Cells Holdings Limited as set out in the ordinary resolution numbered 4 in the EGM Notice.	861,094,908	99.43	4,899,815	0.57

By order of the Board  
**Golden Meditech Company Limited**  
**Kam Yuen**  
*Chairman*

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Mr. Kam Yuen  
Ms. Jin Lu  
Mr. Lu Tian Long  
Ms. Zheng Ting

*Independent non-executive Directors:*

Prof. Cao Gang  
Mr. Gao Zong Ze  
Prof. Gu Qiao

Hong Kong, 15 December 2008

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable inquiries, confirm that, to the best of their knowledge and belief: (a) the information contained in this announcement is accurate and complete in all material respects and not misleading; (b) there are no other matters the omission of which would make any statement in this announcement misleading; and (c) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the GEM website <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the Company’s website at <http://www.goldenmeditech.com>.*