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江農國際控股有限公司
Jiangchen International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(stock code: 08305)

POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 30 MARCH 2011
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed as ordinary resolutions at the AGM held on 30 March 2011.

Reference is made to the circular (the “Circular”) and the notice (the “Notice”) of annual general meeting (the “AGM”) of Jiangchen International Holdings Limited (the “Company”) both dated 28 February 2011. Terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice unless the context requires otherwise.

RESULTS OF AGM

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by way of poll at the AGM held on 30 March 2011. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		FOR	AGAINST
1.	To receive and consider the audited financial statements and the reports of the directors and of the auditors of the Company for the year ended 31 December 2010	231,730,000 100%	0 0%
2A.	To elect Mr. Shen Guoquan as an independent non-executive Director	231,730,000 100%	0 0%
2B.	To elect Ms. Chan Ling as an independent non-executive Director	231,730,000 100%	0 0%
3.	To authorize the Board to fix the Directors’ remuneration	231,730,000 100%	0 0%
4.	To re-appoint SHINEWING (HK) CPA Limited as auditors of the Company and to authorize the Board to fix their remuneration	231,730,000 100%	0 0%

Ordinary Resolutions		Number of Votes (%)	
		FOR	AGAINST
5.	To give a general mandate to the Directors to allot, issue or otherwise deal with additional shares not exceeding 20% of the aggregate nominal value of the issued share capital of the Company as at the date of this Resolution	231,730,000 100%	0 0%
6.	To give a general mandate to the Directors to repurchase shares not exceeding 10% of the aggregate nominal value of the issued share capital of the Company as at the date of this Resolution	231,730,000 100%	0 0%
7.	To extend the general mandate granted to the Directors to issue shares by the number of shares repurchased	231,730,000 100%	0 0%

As at the date of the AGM, the total number of issued Shares of the Company was 370,000,000 Shares. No Shareholder was required to abstain from voting on the resolutions at the AGM. There was no Share entitling the Shareholders to attend and vote only against the Resolutions at the AGM.

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

For details of the above resolutions and the particulars of the election of the independent non-executive Directors, please refer to the Notice and the Circular respectively.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

ELECTION OF MR. SHEN GUOQUAN AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

At the AGM, the election of Mr. Shen Guoquan as an independent non-executive director of the Company was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Mr. Shen, aged 46, graduated from East China College of Political Science and Law (華東政法學院) with a master's degree in laws. Mr. Shen had been an assistant procurator of 上海市人民檢察院 (Shanghai People's Procuratorate) from 1986 to 1993, the cofounder and partner of 上海市萬國律師事務所 (Shanghai Wanguo Law Firm) from 1993 to 1995 and has been working for 上海天和律師事務所 (Shanghai Tianhe Law Firm) since 1996. In 1999, 上海天和律師事務所 (Shanghai Tianhe Law Firm) has been merged into 上海錦天城律師事務所 (Shanghai Allbright Law Offices) and Mr. Shen has been a senior partner of 上海錦天城律師事務所 (Shanghai Allbright Law Offices) since 1999.

Mr. Shen has been appointed as independent directors in 上海新華傳媒股份有限公司 (Shanghai Xinhua Media Co., Ltd.) (listed on Shanghai Stock Exchange, stock code: 600825) since February 2008, 東方財富信息股份有限公司 (East Money Information Co., Ltd.) (listed on Shenzhen Stock Exchange, stock code: 300059) since June 2008 and 浙江水晶光電科技股份有限公司 (Zhejiang Quartz Crystal Optoelectronic Technology Co., Ltd.) (listed on Shenzhen Stock Exchange, stock code: 002273) since April 2007.

Mr. Shen will enter into a director's service agreement with the Company for a term of one year commencing on the date of the AGM which approves his appointment and ending at the conclusion of the 2011 annual general meeting of the Company to be held in 2012. The proposed director's remuneration of Mr. Shen is HK\$30,000 per annum which is determined with reference to his duties and responsibilities within the Group.

Save as disclosed above and the directorship with the Company, Mr. Shen does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group, and save as disclosed above, he does not have other major appointments and professional qualifications. Mr. Shen does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the election that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 17.50(2)(h) to (v) of the Listing Rules.

Mr. Shen is also appointed as a member of the audit committee, remuneration committee and nomination committee of the Company with immediate effect.

ELECTION OF MS. CHEN LING AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

At the AGM, the election of Ms. Chen Ling as an independent non-executive director of the Company was duly approved by the Shareholders and such appointment took effect immediately thereafter.

Ms. Chan, aged 38, graduated from Macquarie University in Australia with a bachelor's degree in Commerce (Professional Accounting) in 1999 and from The University of Sydney in Australia with a master's degree in Commerce (Professional Accounting) in 2002. Ms. Chan is a member of the CPA Australia and a member of the Hong Kong Institute of Certified Public Accountants with over 12 years of experience in finance and accounting. Ms. Chan served as the financial controller and company secretary of China Photar Electronics Group Limited (stock code: 8220) (now known as Bingo Group Holdings Limited) from January 2007 to July 2007 and as an accounting manager in China Travel Tours Transportation Development H.K. Ltd., a subsidiary of China Travel International Investment Hong Kong Limited (stock code: 308) from January 2009 to March 2011. Ms. Chan has been appointed as the authorized representative and the company secretary of Tianyi Fruit Holdings Limited (stock code: 756) since March 2011.

Mr. Chen will enter into a director's service agreement with the Company for a term of one year commencing on the date of the AGM which approves her appointment and ending at the conclusion of the 2011 annual general meeting of the Company to be held in 2012. The proposed director's remuneration of Ms. Chan is HK\$30,000 per annum which is determined with reference to her duties and responsibilities within the Group.

Save as disclosed above and the directorship with the Company, Ms. Chan does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group, and save as disclosed above, she does not have other major appointments and professional qualifications. Ms. Chan does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and she has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the election that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraph 17.50(2)(h) to (v) of the Listing Rules.

Ms. Chan is also appointed as a member of the audit committee, remuneration committee and nomination committee of the Company with immediate effect.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

With effect from the close of the AGM, Mr. Lin Anqing and Ms. Lin Peifen resigned as independent non-executive Directors due to the need to concentrate on other personal development. Mr. Lin Anqing and Ms. Lin Peifen also resigned as members of audit committee, remuneration committee and nomination committee with effect from the close the annual general meeting. The Board confirms that each of Mr. Lin Anqing and Ms. Lin Peifen does not have any disagreement with the Board and there is nothing to be brought to the attention of the Shareholders in relation to his/her resignation.

The Board would like to welcome Mr. Shen Guoquan and Ms. Chan Ling to join the Board and express its sincere gratitude to Mr. Lin Anqing and Ms. Lin Peifen for their contribution towards the Company during their tenure of office.

By order of the Board
Jiangchen International Holdings Limited
Cai Shuiyong
Chairman and Executive Director

Hong Kong, 30 March 2011

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Cai Shuiyong and Mr. Cai Shuiping; and three independent non-executive Directors, namely Mr. Shen Guoquan, Ms. Chan Ling and Mr. Liu Jianlin.

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 enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.jcholding.hk>.