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## HC INTERNATIONAL, INC.

## 慧聰網有限公司\*

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8292)

# RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 8TH MAY 2013

The Board is pleased to announce that all the Resolutions were duly passed by the shareholders by way of poll at the AGM held on 8th May 2013.

Reference is made to the notice of the annual general meeting (the "AGM") of HC International, Inc. (the "Company") dated 28th March 2013 (the "AGM Notice") and the circular of the Company regarding, among other things, the renewal of general mandates to issue shares and to repurchase shares and re-election of directors dated 28th March 2013 (the "Circular").

<sup>\*</sup> For identification purposes only

### **RESULTS OF THE AGM**

The board of directors (the "**Board**") of the Company is pleased to announce that all the ordinary resolutions as set out in the AGM Notice (the "**Resolutions**") were duly passed by the shareholders by way of poll at the AGM held at Tower B, Jingyi Technical Building, No.9 Dazhongsi East Road, Haidian District, Beijing, the People's Republic of China (100098) on 8th May 2013 at 4:00 p.m.. The results of the poll were as follows:

Ordinary Resolutions (Note 1)		For		Against	
		Number of shares	Approximate %	Number of shares	Approximate %
1.	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company and its subsidiaries for the year ended 31st December 2012.	291,417,252	100	0	0
2.	To re-appoint PricewaterhouseCoopers as the auditors of the Company and to authorise the Board to fix their remuneration.	291,417,252	100	0	0
3(A)	To re-elect Mr. Guo Fansheng as an executive director of the Company and authorise the Board to fix his remuneration.	291,417,252	100	0	0
3(B)	To re-elect Mr. Lee Wee Ong as an executive director of the Company and the Board authorise to fix his remuneration.	291,417,252	100	0	0
3(C)	To re-elect Mr. Zhang Ke as an independent non-executive director of the Company and authorise the Board to fix his remuneration.	291,417,252	100	0	0
4(A)	To grant a general mandate to the directors to issue new shares of the Company.	291,007,252	99.86	410,000	0.14
4(B)	To grant a general mandate to the directors to repurchase shares of the Company.	291,417,252	100	0	0
4(C)	To extend the general mandate to be given to the directors to issue shares.	291,007,252	99.86	410,000	0.14

#### Notes:

- 1. The description of the Resolutions is by way of summary only. The full text appears in the AGM Notice.
- 2. The total number of shares of the Company in issue as at the date of the AGM: 570,511,844 Shares. No Shareholders were required to abstain from voting on the Resolutions at the AGM.
- 3. The total number of shares of the Company entitling the holder to attend and vote only against the Resolutions at the AGM: Nil.
- 4. The total number of shares of the Company entitling the holders to attend and to vote for or against the Resolutions at the AGM: 570,511,844 Shares.

Hong Kong Computershare Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed and acted as the scrutineer at the AGM for the purpose of votetaking.

By Order of the Board **HC International, Inc. Guo Jiang**Chief Executive Officer and Executive Director

Beijing, the PRC, 8th May 2013

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

Mr. Guo Fansheng (Executive Director and Chairman)

Mr. Guo Jiang (Executive Director and Chief Executive Officer)

Mr. Lee Wee Ong (Executive Director and Chief Financial Officer)

Mr. Li Jianguang (Non-executive Director)

Mr. Guo Wei (Non-executive Director)

Mr. Zhang Ke (Independent Non-executive Director)

Mr. Xiang Bing (Independent Non-executive Director)

Mr. Zhang Tim Tianwei (Independent Non-executive Director)

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 herein or this announcement misleading.

This announcement will remain on the pages of "Latest Company Announcements" on the website of the Growth Enterprise Market at http://www.hkgem.com for at least 7 days from the date of its posting and the Company's website at http://www.hcgroup.com.