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品牌中国
BRANDING CHINA

BRANDING CHINA GROUP LIMITED

品牌中國集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8219)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 5 JUNE 2013

The Board is pleased to announce that the Resolution as set out in the EGM Notice was duly passed at the EGM held on 5 June 2013.

Reference is made to the announcements of Branding China Group Limited (the “**Company**”) dated 21 March 2013, 19 April 2013 and 22 April 2013, the circular of the Company dated 20 May 2013 (the “**Circular**”) in relation to, among others things, the acquisition involving issue and allotment of consideration shares, and the notice of the extraordinary general meeting (“**EGM**”) of the Company dated 20 May 2013 (the “**EGM Notice**”). Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

RESULTS OF EGM

The Board is pleased to announce that at the EGM held at the conference room of the Company at No. 54 Shaoxing Road, Huangpu District, Shanghai, PRC on Wednesday, 5 June 2013, at 10:00 a.m., the resolution (the “**Resolution**”) set out in the EGM Notice was duly passed by the Shareholders by poll. The poll results for the Resolution are as follows:

Ordinary Resolution	Number of Votes (%)		Total Votes
	For	Against	
To approve, confirm and ratify the Agreement and the transactions contemplated thereunder <i>(Notes)</i>	150,000,000 (100%)	0 (0%)	150,000,000

The full text of the Resolution proposed at the EGM was set out in the EGM Notice.

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

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll voting at the EGM.

Notes:

- (a) The total number of Shares in issue as at the date of the EGM: 200,000,000 Shares of HK\$0.01 each. No Shareholder was required to abstain from voting on the Resolution at the EGM under the GEM Listing Rules.
- (b) The total number of Shares entitling the holders to attend and vote only against the Resolution at the EGM as set out in Rule 17.47A of the GEM Listing Rules: Nil.
- (c) The total number of Shares entitling the holders to attend and to vote for or against the Resolution at the EGM: 200,000,000 Shares.
- (d) No parties were indicated in the Circular that they intended to vote against or to abstain from voting on the Resolution.

By Order of the Board
Branding China Group Limited
Fang Bin
Chairman

Hong Kong, 5 June 2013

As at the date of this announcement, the executive Directors are Mr. Fang Bin, Ms. He Weiqi and Mr. Song Yijun; the non-executive Director is Mr. Fan Youyuan; and the independent non-executive Directors are Mr. Zhou Ruijin, Mr. Lin Zhiming and Ms. Hsu Wai Man, Helen.

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 herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the Stock Exchange website at www.hkexnews.hk for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.brandingchinagroup.com.