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# SHIMAO INTERNATIONAL HOLDINGS LIMITED

世茂國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 649)

## RESULTS OF SPECIAL GENERAL MEETING

The Board announces that, at the special general meeting held on 15 September 2005 (the "SGM"), an ordinary resolution relating to the approval of the Undertaking and transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of Shimao International Holdings Limited (the "Company") dated 31 August 2005 (the "Circular"). Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

### Ordinary Resolution resolved by poll

The voting results of the poll taken at the SGM in respect of the resolution for the approval of the Undertaking and transactions contemplated thereunder are as follows:

	Number of Shares represented by votes casted and percentage of total number of Shares represented by votes casted		Total number of votes casted
	For	Against	
Ordinary resolution ( <i>Notes</i> )	81,849,400 (100%)	Nil (0%)	81,849,400

#### Notes:

1. The full text of the ordinary resolution proposed at the SGM were set out in the notice of the SGM dated 31 August 2005, a copy of which is set out in the Circular.
2. As at the date of this announcement, the Company has an aggregate of 827,639,886 Shares in issue. Overseas Investment and its associates, together holding 618,571,397 Shares (representing approximately 74.74% of the issued share capital of the Company) are connected person of the Company and have abstained from voting on the said ordinary resolution.
3. The total number of issued Shares entitling the holder to attend and vote for or against the ordinary resolution at the SGM was 209,068,489 Shares, representing approximately 25.26% of the existing issued share capital of the Company. None of the issued Shares entitles the holders to attend and vote only against the ordinary resolution at the SGM.
4. Tengis Limited, the Company's branch registrar and transfer office in Hong Kong, acted as the scrutineer at the SGM.

By Order of the Board  
**Shimao International Holdings Limited**  
Yau Kwan Shan  
Company Secretary

Hong Kong, 15 September 2005

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

#### Directors:

Hui Wing Mau (*Chairman and Non-executive Director*)

Chung Shui Ming, Timpson (*Chief Executive Officer and Executive Director*)

Hui Mei Mei, Carol (*Deputy Chairman and Executive Director*)

Hui Sai Tan, Jason (*Executive Director*)

Tung Chi Shing (*Executive Director*)

Chan Loo Shya (*Executive Director*)

#### Independent Non-executive Directors

Lee Chack Fan

Liu Hing Hung

Zhu Wenhui

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