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# HKR INTERNATIONAL LIMITED 香港興業國際集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00480)

## POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 9 MARCH 2010

The Board is pleased to announce that at the EGM of the Company held on 9 March 2010, the two ordinary resolutions as set out in the EGM Notice were duly passed by the Independent Shareholders by way of poll.

Reference is made to the joint announcement of HKR International Limited (the "Company") and Hanison Construction Holdings Limited ("Hanison") dated 20 January 2010 (the "Joint Announcement"), the announcement of the Company dated 25 January 2010 (the "Announcement"), the notice of the extraordinary general meeting (the "EGM Notice") and the circular (the "Circular") of the Company both dated 9 February 2010 in relation to the Construction and Renovation Agreement and the Sale and Purchase Agreement. Capitalised terms used herein shall have the same meanings as ascribed thereto in the Joint Announcement, the Announcement and the Circular unless stated otherwise.

The board of directors of the Company (the "Board") is pleased to announce that at the extraordinary general meeting of the Company held on 9 March 2010 ("EGM"), the ordinary resolution to approve the Construction and Renovation Agreement (including the respective annual caps) and the transactions contemplated thereunder as set out in the EGM Notice and the ordinary resolution to approve the Sale and Purchase Agreement and the transactions contemplated thereunder as set out in the EGM Notice, were duly passed by the Independent Shareholders by way of poll.

### POLL RESULTS OF THE EGM

The resolutions proposed at the EGM were voted by way of poll, the results of which were as follows:

| Ordinary Resolutions |   | Number of votes cast                   |                          |
|----------------------|---|--|--------------------------|
|                      |   | (Approximate percentage of votes cast) |                          |
|                      |   | For                                    | Against                  |
| 1.                   | To approve the Construction and Renovation<br>Agreement (including the respective annual<br>caps) and the transactions contemplated<br>thereunder | 128,173,083 shares<br>(100.00%)        | 0 share<br>(0.00%)       |
| 2.                   | To approve the Sale and Purchase Agreement and the transactions contemplated thereunder   | 128,119,801 shares<br>(99.96%)         | 53,282 shares<br>(0.04%) |

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions at the EGM, each of the above ordinary resolutions was duly passed as an ordinary resolution of the Company.

As at the date of the EGM, the Company had 1,350,274,367 shares of par value of HK\$0.25 each in issue. As stated in the Circular, the Major Shareholders of the Company who are, directly or indirectly interested in 686,284,267 shares, representing approximately 50.83% of the issued share capital of the Company as at the date of the EGM, abstained from voting in respect of the above ordinary resolutions. No Shareholder was only entitled to vote against the above ordinary resolutions at the EGM.

The total number of shares entitling the Shareholders to attend and vote (in person, by proxy or by corporate representative) for or against the above ordinary resolutions at the EGM was 663,990,100 shares, representing approximately 49.17% of the total issued share capital of the Company as at the date of the EGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer at the EGM for the purpose of vote-taking.

### CONSTRUCTION AND RENOVATION AGREEMENT

As stated in the Joint Announcement, the Construction and Renovation Agreement (including the respective annual caps) and the transactions contemplated thereunder represent a continuing connected transaction for Hansion and is therefore subject to approval by Hanison Independent Shareholders at the Hansion EGM to be held on 22 March 2010. An announcement on the results of the Hanison EGM in respect of the approval of the Construction and Renovation Agreement will be made by Hanison as soon as practicable after the conclusion of the Hanison EGM.

### SALE AND PURCHASE AGREEMENT

As stated in the Announcement and the Circular, completion of the Sale and Purchase Agreement is also subject to the parties receiving the information on the net asset values of the relevant hedge funds as at 31 December 2009 (which, for all but two funds, should comprise the audited accounts of such funds, the other two funds not having financial year ends that co-incide with the calendar year end) and such information substantiating that the values of such interests have not changed by more than 20% below or above the values as at 30 November 2009. The Company will, in due course, make a further announcement in relation to the completion of the Sale and Purchase Agreement.

By order of the Board
CHUNG Sam Tin Abraham
Executive Director

Hong Kong, 9 March 2010

**Executive Directors** 

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

Chairman Non-executive Directors

Mr CHA Mou Sing Payson The Honourable Ronald Joseph ARCULLI

Mr CHA Mou Daid Johnson

Deputy Chairman & Managing Director

Mr CHA Mou Zing Victor

Mr CHA Mou Daid Johnson

Mr CHEUNG Wing Lam Linus

Ms HO Pak Ching Loretta

Ms WONG CHA May Lung Madeline

Mr CHEUNG Tseung Ming Independent Non-executive Directors

Mr CHUNG Sam Tin Abraham Dr CHENG Kar Shun Henry

Mr TANG Moon Wah Dr The Honourable CHEUNG Kin Tung Marvin

Dr QIN Xiao

<sup>\*</sup> Registered under Part XI of the Companies Ordinance, Chapter 32 of the laws of Hong Kong