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**PCD Stores (Group) Limited**  
**中國春天百貨集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 331)

**POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 17 MAY 2011**  
**FINAL DIVIDEND EXCHANGE RATE AND PAYMENT DATE**

**1. POLL RESULTS AT THE AGM**

The board of directors (the "Board") of PCD Stores (Group) Limited (the "Company") is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the "AGM") of the Company held on 17 May 2012 as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive and consider the Audited Financial Statements, Directors' Report and the Independent Auditor's Report for the year ended 31 December 2011.	2,704,452,259 99.999852%	4,000 0.000148%
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
2.	To declare a final cash dividend of RMB1.9 cents per share for the year ended 31 December 2011.	2,704,452,259 99.999852%	4,000 0.000148%
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3(1).	To re-elect Mr. Xiang Qiang as an executive Director.	2,704,452,259 99.999852%	4,000 0.000148%
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			
3(2).	To re-elect Mr. Ainsley Tai as an independent non-executive Director.	2,704,452,259 99.999852%	4,000 0.000148%
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

3(3).	To authorize the board of Directors to fix the remuneration of the directors of the Company.	2,704,452,259 99.999852%	4,000 0.000148%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
4.	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorise the board of Directors to fix their remuneration.	2,704,452,259 99.999852%	4,000 0.000148%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
5(1).	To approve a general mandate to the Directors to issue shares not exceeding 20 per cent of the existing issued share capital of the Company.	2,250,186,185 83.202905%	454,270,074 16.797095%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
5(2).	To approve a general mandate to the Directors to repurchase shares not exceeding 10 per cent of the existing issued share capital of the Company.	2,704,452,259 99.999852%	4,000 0.000148%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
5(3).	To extend the general mandate granted to the Directors pursuant to resolution no. 5(1) above to allot, issue and deal with new shares not exceeding the amount of shares repurchased by the Company under ordinary resolution No. 5(2).	2,250,186,185 83.202905%	454,270,074 16.797095%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 4,225,000,000 shares. In relation to all resolutions proposed at the AGM, the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM was 4,225,000,000 shares. There is no restriction on any shareholders casting votes on any of the resolutions at the AGM, and there are no shares that entitle the holder to attend and vote only against the resolution at the meeting.

No shareholders were required to abstain from voting on any of the resolutions at the AGM.

The resolutions numbered 1 through 5(3) were passed by more than a simple majority, and these resolutions were duly passed as ordinary resolutions.

The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking and counting at the AGM.

Shareholders may refer to the notice of AGM dated 17 April 2012 for details of the above resolutions in Items 5(1) to (3) proposed at the AGM. The notice of AGM may be viewed and downloaded from the designated website of The Stock Exchange of Hong Kong Limited at

## 2. PAYMENT OF DIVIDEND

In respect of the distribution of the final dividend of RMB1.9 cents per share, payable to the shareholders of the Company whose names appear on the register of members of the Company on Friday, 25 May 2012. The Board hereby announces that:-

- a. for the payment of dividend in HK\$, the mid exchange rate of RMB to HK\$ as quoted by the People's Bank of China on 28 March 2012, being the date of the announcements of annual results of the Company for the year ended 31 December 2011 (which was HK\$1: RMB0.81019), was adopted by the Board. Accordingly, the final dividend for each share with par value of RMB1.9 cents per share would be HK\$0.02345129; and
- b. the payment date will be 30 May 2012.

By Order of the Board  
**PCD Stores (Group) Limited**  
**Alfred Kai Tai Chan**  
*Director*

Hong Kong, 17 May 2012

*As at the date of this announcement, Alfred Chan (Chairman), Edward Tan and Xiang Qiang are executive Directors; and Randolph Yu, Ainsley Tai and Li Chang Qing are independent non-executive Directors.*

*\* For identification purpose only*

Website: [www.pcds.com.cn](http://www.pcds.com.cn)