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Tiangong International Company Limited

天工國際有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 826)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 23 MAY 2012

FINAL DIVIDEND EXCHANGE RATE AND PAYMENT DATE

1. POLL RESULTS OF AGM

Tiangong International Company 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 23 May 2012 as follows:

Resolutions proposed at the AGM		Number of Votes (%)	
		For	Against
1.	To approve the audited financial statements and the Reports of the Directors and Auditors for the year ended 31 December 2011.	1,066,622,200 (100%)	0 (0%)
2.	To approve the proposed final dividend of RMB0.048 per share of US\$0.0025 each.	1,066,630,200 (100%)	0 (0%)
3.(a)	(i) To re-elect Mr. YAN Ronghua as an executive director of the Company.	1,066,622,200 (100%)	0 (0%)
	(ii) To re-elect Mr. LI Zhengbang as an independent non-executive director of the Company.	1,034,255,200 (96.965467%)	32,367,000 (3.034533%)
	(iii) To re-elect Mr. GAO Xiang as an independent non-executive director of the	1,066,622,200 (100%)	0 (0%)

	Company.		
3.(b)	To authorise the Board of Directors to fix the remuneration of the Directors.	1,066,622,200 (100%)	0 (0%)
4.	To re-appoint KPMG as auditors of the Company and authorise the Board of Directors to fix their remuneration.	1,066,622,200 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.	958,373,200 (89.851233%)	108,249,000 (10.148767%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company.	1,066,618,200 (99.999625%)	4,000 (0.000375%)
7.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company.	958,138,200 (89.829201%)	108,484,000 (10.170799%)
As more than 50% of the votes were cast in favour of these resolutions, these resolutions in items 1 to 7 were duly passed as ordinary resolutions.			

As at the date of the AGM, the total number of issued and fully paid up shares of the Company was 1,832,000,000 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 1,832,000,000 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.

The Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as scrutineer for the poll at the AGM.

Shareholders may refer to the notice of AGM dated 18 April 2012 for details of the above resolutions in items 5 to 7 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 www.hkexnews.hk.

2. PAYMENT OF DIVIDEND

In respect of the distribution of the final dividend of RMB0.048 per share with par value of US\$0.0025 each for the year ended 31 December 2011 to all shareholders of the Company whose names appeared on the register of members of the Company as at the close of business on 29 May 2011, the board of directors of the Company hereby announces that:-

- a. for the payment of dividend in HK\$, the average mid exchange rate of RMB to HK\$ as quoted by the People's Bank of China for the five business days prior to the date of the AGM (which was HK\$100: RMB81.324) was adopted by the board of directors of the Company. Accordingly, the final dividend for each share with par value of US\$0.0025 would be HK\$0.059; and
- b. the payment date will be 27 July 2012.

By Order of the Board
Tiangong International Company Limited
ZHU Xiaokun
Chairman

Hong Kong, 23 May 2012

As at the date of this announcement, the Directors are:

Executive Directors: ZHU Xiaokun, ZHU Zhihe, YAN Ronghua and WU Suojun

Independent non-executive Directors: LI Zhengbang, GAO Xiang and LEE Cheuk Yin,
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* for identification purpose only