

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



MIDLAND HOLDINGS LIMITED

美聯集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1200)

**POLL RESULTS OF
ANNUAL GENERAL MEETING HELD ON 25 MAY 2012**

The board of directors (the “Board”) of Midland Holdings Limited (the “Company”) announces the poll results in respect of the resolutions put to vote by the shareholders of the Company (the “Shareholders”) at the annual general meeting of the Company held on 25 May 2012 (the “AGM”) as set out below:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1	To receive and adopt the audited consolidated financial statements and the reports of the directors and independent auditor for the year ended 31 December 2011.	376,485,401 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
2	To declare a special dividend.	376,485,401 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
3(a)(i)	To re-elect Ms. TANG Mei Lai, Metty as director.	373,804,050 (99.29%)	2,681,351 (0.71%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
3(a)(ii)	To re-elect Ms. WONG Ching Yi, Angela as director.	373,804,050 (99.29%)	2,681,351 (0.71%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		

* For identification purposes only

3(a)(iii)	To re-elect Mr. CHAN Kwan Hing as director.	373,840,050 (99.30%)	2,645,351 (0.70%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
3(b)	To authorise the Board to fix the directors' remuneration.	375,191,476 (99.99%)	40,000 (0.01%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
4	To re-appoint Messrs. PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix their remuneration.	375,303,476 (99.69%)	1,181,925 (0.31%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
5	To fix the maximum number of directors of the Company at nine.	369,540,476 (98.16%)	6,944,925 (1.84%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
6	To grant a general mandate to the directors of the Company to repurchase the Company's shares.	375,485,476 (100.00%)	0 (0.00%)
	As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as an ordinary resolution.		
7	To grant a general mandate to the directors of the Company to issue, allot and otherwise deal with the Company's shares.	124,398,948 (36.94%)	212,354,453 (63.06%)
	As less than 50% of the votes were cast in favour of this resolution, this resolution was not passed as an ordinary resolution.		
8	To extend the general mandate granted to the directors of the Company under resolution no. 7 to include shares repurchased pursuant to the general mandate granted under resolution no. 6.	123,136,023 (36.57%)	213,617,378 (63.43%)
	As less than 50% of the votes were cast in favour of this resolution, this resolution was not passed as an ordinary resolution.		
9	To approve and adopt the 2012 Share Option Scheme.	115,468,058 (36.09%)	204,519,223 (63.91%)
	As less than 50% of the votes were cast in favour of this resolution, this resolution was not passed as an ordinary resolution.		

As at the date of the AGM, the issued share capital of the Company comprised 714,441,425 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM. There were no restrictions on any Shareholders to cast votes on any of the resolutions at the AGM.

Tricor Abacus Limited, the Company's Hong Kong branch share registrar and transfer office, was appointed as the scrutineer for vote-taking at the AGM.

By Order of the Board
Midland Holdings Limited
MOK Ka Fai
Company Secretary

Hong Kong, 25 May 2012

As at the date of this announcement, the Board comprises nine Directors, of which six are Executive Directors, namely Mr. WONG Kin Yip, Freddie, Ms. TANG Mei Lai, Metty, Ms. WONG Ching Yi, Angela, Mr. CHAN Kwan Hing, Ms. IP Kit Yee, Kitty and Mr. CHEUNG Kam Shing; and three are Independent Non-executive Directors, namely Mr. KOO Fook Sun, Louis, Mr. SUN Tak Chiu and Mr. WANG Ching Miao, Wilson.