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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 20 MAY 2015

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 20 May 2015 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 2014.	1,026,137,454 (100.000000%)	0 (0.000000%)
2.	To approve the proposed final dividend of RMB0.0418 per Share with par value of US\$0.0025 each.	1,026,141,454 (100.000000%)	0 (0.000000%)
3.(a)	(i) To re-elect Mr. ZHU Xiaokun as an executive director of the Company.	1,003,731,998 (97.816144%)	22,409,456 (2.183856%)
	(ii) To re-elect Mr. JIANG Guangqing as an executive director of the Company.	1,025,903,454 (99.976806%)	238,000 (0.023194%)
	(iii) To re-elect Mr. LEE Cheuk Yin, Dannis as an independent non-executive director of the Company.	1,002,455,658 (97.691761%)	23,685,796 (2.308239%)

3.(b)	To authorise the Board of Directors to fix the remuneration of the Directors.	1,026,137,454 (99.999610%)	4,000 (0.000390%)
4.	To re-appoint KPMG as auditors of the Company and authorise the Board of Directors to fix their remuneration.	1,026,141,454 (100.000000%)	0 (0.000000%)
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company.	890,193,238 (86.751851%)	135,944,216 (13.248149%)
6.	To grant a general mandate to the Directors to repurchase shares of the Company.	1,023,101,454 (100.000000%)	0 (0.000000%)
7.	To extend the general mandate to the Directors to allot, issue and deal with additional shares of the Company.	890,193,238 (86.751851%)	135,944,216 (13.248149%)
As more than 50% of the votes were cast in favour of the resolutions in items 1 to 7 above, these resolutions 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 2,220,080,000 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 2,220,080,000 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 branch 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 17 April 2015 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 or the website of the Company at www.tggj.cn.

2. PAYMENT OF DIVIDEND

In respect of the distribution of the final dividend of RMB0.0418 per Share with par value of US\$0.0025 each for the year ended 31 December 2014 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 2015, 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: RMB78.8196) 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\$0.0530; and
- b. the payment date will be 31 July 2015.

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

Hong Kong, 20 May 2015

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

Executive Directors: ZHU Xiaokun, WU Suojun, YAN Ronghua and JIANG Guangqing

Independent non-executive Directors: GAO Xiang, LEE Cheuk Yin, Dannis and YIN Shuming

** for identification purpose only*