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NET2GATHER (CHINA) HOLDINGS LIMITED
(Incorporated in Bermuda with limited liability)
(Stock code: 1049)

**POLL RESULTS OF
THE SGM HELD ON 16 DECEMBER 2011**

The Board is pleased to announce that the proposed ordinary resolution as set out in the notice of the SGM was duly passed at the SGM held on 16 December 2011 by the Shareholders by way of poll.

Reference is made to the circular of Net2Gather (China) Holdings Limited (“Company”) dated 28 November 2011 (“Circular”) and the notice of the special general meeting of the Company dated 28 November 2011. Terms used in this announcement shall have the same meaning as defined in the Circular unless otherwise stated.

POLL RESULTS OF THE SGM

The board of directors (“Board”) of the Company is pleased to announce that the proposed ordinary resolution as set out in the notice of the SGM was duly passed at the SGM held on 16 December 2011 by the Shareholders by way of poll pursuant to rule 13.39(4) of the Listing Rules. Details of the poll results are set out below:

	Votes present at the SGM		Voting result of the SGM	
	No. of votes entitling to vote for or against	No. of votes entitling to vote against only	No. of votes voted for the resolution	No. of votes voted against the resolution
<u>Ordinary resolution</u>				
To approve the sale and purchase agreement and the transactions contemplated thereunder.	3,584,815,718	0	1,740,407,178 (100%)	0 (0%)

As at the date of the SGM, the total issued share capital of the Company comprised 3,694,318,577 shares. No Shareholder is required to abstain from voting at the SGM.

Messrs Tam & Wong, *Certified Public Accountants*, was appointed as scrutineer for the vote-taking at the SGM.

By order of the Board
Suzanne W S Luke
Company Secretary

Hong Kong, 16 December 2011

As at the date hereof, the directors of the Company comprise:-

Executive Directors:

Mr Kwan Pak Hoo Bankee
Mr Law Ping Wah Bernard
Mr Ng Kung Chit Raymond

Independent non-executive Directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin