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

RESULTS OF POLL VOTING
OF
ANNUAL GENERAL MEETING HELD ON 21 MAY 2012

The Board is pleased to announce that the AGM was held on 21 May 2012 and all ordinary resolutions as set out in the notice of the AGM dated 18 April 2012 were duly passed by the shareholders of the Company by way of poll.

The board of directors (“Board”) of Net2Gather (China) Holdings Limited (“Company”) is pleased to announce that the annual general meeting (“AGM”) was held on 21 May 2012 and all ordinary resolutions as set out in the notice of the AGM dated 18 April 2012 were duly passed by the shareholders of the Company by way of poll pursuant to rule 13.39(4) of the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”). Details of the poll results are set out below:

Ordinary resolutions		Number of votes (%)	
		For	Against
1.	To receive and consider the financial statements and the reports of the directors and the auditor for the year ended 31 December 2011.	1,672,751,978 (100.00%)	0 (0.00%)
2.	A. To re-elect the following retiring directors of the Company:-		
	(i) Mr Leung Ka Kui Johnny	1,672,751,978 (100.00%)	0 (0.00%)
	(ii) Mr Wong Chuk Yan	1,672,751,978 (100.00%)	0 (0.00%)
	(iii) Dr Chan Hak Sin	1,672,313,978 (99.97%)	438,000 (0.03%)
	B. To authorise the directors to fix the directors’ remuneration.	1,672,751,978 (100.00%)	0 (0.00%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the directors to fix its remuneration.	1,672,751,978 (100.00%)	0 (0.00%)
4.	A. To approve the new issue general mandate	1,563,147,858 (93.45%)	109,604,120 (6.55%)
	B. To approve the share repurchase mandate.	1,575,461,578 (94.18%)	97,290,400 (5.82%)
	C. To approve the extension of new issue general mandate.	1,563,147,858 (93.45%)	109,604,120 (6.55%)
5.	To approve the adoption of new share option scheme to replace the existing share option scheme.	1,563,147,858 (93.45%)	109,604,120 (6.55%)

As more than 50% of the votes were cast in favour of each of the resolutions, all such resolutions were duly passed as ordinary resolutions at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 3,694,318,577 shares. The total number of shares entitling the holders to attend and vote for or against the ordinary resolutions at the AGM was 3,694,318,577 shares. There were no shares entitling the holders to attend and abstain from voting in favour of the ordinary resolutions at the AGM as set out in rule 13.40 of the Listing Rules and there were no shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

None of the shareholders has stated their intention in the Company's circular dated 18 April 2012 to vote against or to abstain from voting on any of the resolutions of the AGM.

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

By order of the Board
Suzanne W S Luke
Company Secretary

Hong Kong, 21 May 2012

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