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

**POLL RESULTS OF
SPECIAL GENERAL MEETING HELD ON 5 OCTOBER 2012**

The Board is pleased to announce that the proposed special resolution and ordinary resolution as set out in the notice of the SGM were duly passed at the SGM held on 5 October 2012 by the Shareholders by way of poll.

Reference is made to the circular of Net2Gather (China) Holdings Limited (“Company”) dated 12 September 2012 (“Circular”) and the notice of the special general meeting of the Company (“SGM”) dated 12 September 2012. 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 special resolution and ordinary resolution as set out in the notice of the SGM were duly passed at the SGM held on 5 October 2012 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:

		Number of votes (%)	
		For	Against
Special resolution			
1.	To approve the Change of Name and the transactions contemplated thereunder.	1,565,618,868 (100.00%)	0 (0.00%)
As all of the votes were casted in favour of the special resolution, the special resolution was duly passed at the SGM.			
Ordinary resolution			
2.	To approve the Share Consolidation and the transactions contemplated thereunder.	1,565,612,778 (99.9996%)	6,090 (0.0004%)
As more than 50% of the votes were cast in favour of the ordinary resolution, the ordinary resolution was duly passed at the SGM.			

Note: The full text of the above resolutions proposed at the SGM was set out in the notice of the SGM.

As at the date of the SGM, 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 on the resolutions at the SGM was 3,694,318,577 shares. There was no share entitling the holder to attend and abstain from voting in favour of the resolutions at the SGM as set out in rule 13.40 of the Listing Rules, and there was no share of holder that is required under the Listing Rules to abstain from voting at the SGM.

None of the shareholders has stated their intention in the Circular to vote against or to abstain from voting on the resolutions at the SGM.

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

FULFILMENT OF ALL THE CONDITIONS OF THE SHARE CONSOLIDATION

The Board is pleased to announce that the Listing Committee of the Stock Exchange has granted its approval to the listing of and permission to deal in the Consolidated Shares. As such, all the conditions to the Share Consolidation have been satisfied and the Share Consolidation will take effect on Monday, 8 October 2012.

Shareholders are advised to refer to the “Expected timetable for the Share Consolidation” as set out on page 1 of the Circular for details of the relevant trading arrangements in relation to the Share Consolidation (including but not limited to the trading of odd lots (if any) and the exchange of share certificates).

By order of the Board
Suzanne W S Luke
Company Secretary

Hong Kong, 5 October 2012

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

Executive Directors:

Mr Kwan Pak Hoo Bankee
Dr Chan Yau Ching Bob
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