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## **YUXING INFOTECH INVESTMENT HOLDINGS LIMITED**

**裕興科技投資控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8005)**

### **POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 18TH MARCH 2013**

The Board is pleased to announce that all the ordinary resolutions proposed at the SGM held on 18th March 2013 were duly passed by the Shareholders by way of poll.

References are made to the announcements of Yuxing InfoTech Investment Holdings Limited (the “Company”) dated 30th January 2013 and 4th February 2013 and the circular (the “Circular”) and notice of the special general meeting (the “SGM”) of the Company dated 28th February 2013 in relation to, inter alia, the Settlement Agreement, the Final Settlement Agreement and the major transactions involving the provision of the Guarantee by the Company to Golden Yuxing in favour of JLB Group, which was substituted by the New Guarantee, and Disposal Mandate in respect of the Possible Disposal. Unless the context otherwise requires, terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the SGM was duly held at Unit 1809, 18/F, Tower III, Enterprise Square, 9 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong at 11:00 a.m. on 18th March 2013 and the ordinary resolutions (the “Resolutions”) proposed at the SGM as set out in the notice of SGM were duly passed by the Shareholders by way of poll at the SGM. The poll results in respect of the Resolutions are as follows:–

		Number of Votes (approximate % of votes cast)	
		For	Against
1	<p>To approve, confirm and ratify:</p> <p>(a) the Settlement Agreement dated 30th January 2013 between 北京金裕興電子技術有限公司 (Beijing Golden Yuxing Electronics and Technology Company Limited) (“Golden Yuxing”), a wholly-owned subsidiary of the Company, and 廣東健力寶集團有限公司 (Guangdong Jianlibao Group Company Limited*) (“JLB Group”) in relation to the payment of the amount of RMB450 million (“Settlement Fee”) in full and final settlement of the legal proceedings and the extinguishment of all existing and possible claims, liabilities, or other rights and obligations that exist between the parties before the signing of the Settlement Agreement in respect of the 36.66% equity interest in 工布江達江南實業發展有限公司 (Gongbujiangda Jiangnan Industrial Development Co., Ltd.*) (“JI Equity Interest”) and the transactions contemplated thereunder; and</p> <p>(b) the Final Settlement Agreement dated 4th February 2013 among (i) Golden Yuxing, 北京裕興軟件有限公司 (Beijing Yuxing Software Company Limited), 佛山市智興電子有限公司 (Foshan Zhixing Technology Company Limited), 盛邦強點電子(深圳)有限公司 (Sheng Bang Qiang Dian Electronics (Shenzhen) Company Limited), all being wholly-owned subsidiaries of the Company, 北京靈思信息系統有限公司 (Beijing Ling Si Information System Company Limited*) and Mr. Zhu Wei Sha (“Mr. Zhu”) as party A; (ii) JLB Group, 佛山市三水健力寶健康產業投資有限公司 (Foshan Sanshui Jianlibao Health Industry Investment Company Limited*), 佛山市三水正天科技投資有限公司 (Foshan Sanshui Zheng Tian Technology Investment Company Limited*) and Mr. Ye Hong Han as party B; and (iii) Mr. Zhang Hai as party C in relation to the payment of the Settlement Fee in full and final settlement of the legal proceedings and the extinguishment of all existing and possible claims, liabilities, or other rights and obligations that exist between the parties before the signing of the Final Settlement Agreement in respect of the JI Equity Interest and the transactions contemplated thereunder.</p>	500,177,320 (100%)	0 (0%)

		Number of Votes (approximate % of votes cast)	
		For	Against
2	Subject to the passing of resolution numbered 1 above, to approve, confirm and ratify the New Guarantee dated 4th February 2013, which substitutes the Guarantee dated 30th January 2013, provided by the Company as guarantor in favour of JLB Group in respect of the obligations of Golden Yuxing to pay the Settlement Fee under the Final Settlement Agreement up to the maximum amount of RMB450 million and the transactions contemplated thereunder.	500,177,320 (100%)	0 (0%)
3	Subject to the passing of resolutions numbered 1 and numbered 2 above, to grant the Disposal Mandate to the Directors to effect the disposal of the Company's indirect economic interest in "A" shares of Ping An Insurance (Group) Company of China, Ltd. through 工布江達江南實業發展有限公司 (Gongbujiangda Jiangnan Industrial Development Co. Ltd.*), to potential buyers, in settlement of the whole or part of the Settlement Fee, based on the terms of the Disposal Mandate specified in the Letter from the Board set out in the Circular.	500,177,320 (100%)	0 (0%)

As stated in the Circular, as Mr. Zhu has been joined as a Party to some of the Legal Proceedings in his capacity as chairman of the Board, he is naturally joined together with, amongst others, Golden Yuxing as a party to the Final Settlement Agreement. As at the date of the SGM, Mr. Zhu was interested in an aggregate of 660,300,000 Shares, representing 37.64% of the entire issued share capital of the Company. Although Mr. Zhu does not have any equity holding in JLB Group as at the date of the SGM and the Company does not consider that Mr. Zhu has a material interest in the Transactions which is different from those of the other Shareholders, as a matter of good corporate governance, Mr. Zhu, has voluntarily abstained from voting on the Resolutions.

As at the date of the SGM, the total number of Shares in issue was 1,754,448,000. There were a total of 1,094,148,000 Shares (representing 62.36% of the entire issued share capital of the Company as at the time of the SGM) entitling the holders to attend and vote for or against the Resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions as set out in Rule 17.47A of the Rules Governing the Listing of Securities on The Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). Save for Mr. Zhu and its associates, no Shareholder was required under the GEM Listing Rules to abstain from voting for approving the Resolutions proposed at the SGM. No Shareholder was required to attend and vote only against any of the Resolutions at the SGM. None of the Shareholders have stated their intention in the Circular to vote against any of the Resolutions at the SGM.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the purpose of vote taking at the SGM.

As more than 50% of the votes were cast in favour of each Resolution, all the Resolutions were duly passed at the SGM.

\* *For identification only*

By order of the Board  
**Yuxing InfoTech Investment Holdings Limited**  
**CHEN Fu Rong**  
*Deputy Chairman*

Hong Kong, 18th March 2013

*As at the date hereof, the executive directors of the Company are Mr. Zhu Wei Sha, Mr. Chen Fu Rong, Mr. Shi Guang Rong and Mr. Wang An Zhong; the independent non-executive directors of the Company are Mr. Wu Jia Jun, Mr. Zhong Peng Rong and Ms. Shen Yan.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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