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Renhe Commercial Holdings Company Limited

人和商業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1387)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

Reference is made to the circular of the Company dated 29 June 2015 (the “**Circular**”) relating to, among others, the Acquisition Agreement, the issuance of Consideration Shares and the Framework Lease Agreement, and the notice of the EGM dated 29 June 2015. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed ordinary resolutions (the “**Resolutions**”) as set out in the notice of the EGM contained in the Circular were duly passed by the Independent Shareholders as ordinary resolutions (with more than 50% of the votes cast for the Resolutions) by way of poll at the EGM held on 20 July 2015.

The Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the EGM. The poll results in respect of the Resolutions were as follows:

Resolutions ^(Note 1)		Number of Votes (%) ^(Note 2)	
		For	Against
1.	To approve, confirm and ratify the Acquisition Agreement, the Acquisition and the transactions contemplated thereunder; and the issuance of Consideration Shares on and subject to the terms of the Acquisition Agreement.	8,702,639,497 (92.04%)	752,863,084 (7.96%)
2.	To approve, confirm and ratify the Framework Lease Agreement and the transactions contemplated under the Framework Lease Agreement.	8,656,636,979 (91.51%)	803,523,069 (8.49%)

Resolutions ^(Note 1)		Number of Votes (%) ^(Note 2)	
		For	Against
3.	To approve and confirm the increase in the authorized share capital.	8,719,199,117 (92.17%)	740,960,931 (7.83%)
4.	To approve and confirm the authorizations granted to the Directors of the Company to execute all such documents in connection with the above Resolutions numbered 1 to 3.	8,670,616,446 (91.53%)	802,509,601 (8.47%)

Notes:

- 1. The full text of the Resolutions is set out in the notice of the EGM dated 29 June 2015.*
- 2. The number of votes and percentage are based on the total number of Shares held by the Independent Shareholders who voted at the EGM in person or by proxy or corporate representative.*

As at the date of the EGM, there were a total of 31,722,198,000 Shares in issue. As stated in the Circular, Mr. Dai Yongge and his associates, including Ms. Zhang Xingmei, which in aggregate controlled or were entitled to exercise control over the voting rights in respect of 16,300,800,132 Shares, representing approximately 51.38% of the total issued share capital of the Company as at the date of the EGM, were required to abstain from voting on the Resolutions at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolutions at the EGM was 15,421,397,868 Shares, representing approximately 48.62% of the total issued share capital of the Company as at the date of the EGM.

The Directors confirm that Mr. Dai Yongge and his associates, including Ms. Zhang Xingmei, did abstain from voting on the Resolutions at the EGM.

There were no Shares entitling the Shareholders to attend and vote only against the Resolutions at the EGM and none of the Shareholders have stated their intention in the Circular to vote against the Resolutions at the EGM.

For and on behalf of the Board
Renhe Commercial Holdings Company Limited
Hung Fan Kwan
Company Secretary

Hong Kong, 20 July 2015

As at the date of this announcement, the Board comprises Mr. Dai Yongge, Mr. Wang Hongfang, Mr. Zhou Jun, Mr. Dai Bin and Mr. Hu Yuzhou as executive Directors, Mrs. Hawken Xiu Li, Ms. Jiang Mei, Ms. Zhang Xingmei, Mr. Zhang Dabin and Ms. Wang Chunrong as non-executive Directors and Mr. Fan Ren-Da, Anthony, Mr. Wang Shengli, Mr. Wang Yifu, Mr. Leung Chung Ki and Mr. Tang Hon Man as independent non-executive Directors.

** For identification purposes only*