

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **SOUNDWILL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 878)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 16 MAY 2012**

At the Annual General Meeting of Soundwill Holdings Limited (the “Company”) held on 16 May 2012 (the “AGM”), a poll was demanded by the chairman of the meeting for voting on all proposed resolutions as set out in the notice of annual general meeting dated 12 April 2012 (the “Resolutions”).

The Company’s share registrar in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The board of directors of the Company is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company (the “Shareholders”) by way of a poll at the AGM. The poll results in respect of the Resolutions are as follows:

	<b>Ordinary Resolutions</b>	<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1	To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2011.	193,383,145 (100 %)	0 (0 %)
2	To declare a final dividend for the year ended 31 December 2011.	193,393,145 (100%)	0 (0%)
3	A To re-elect Mr. Kong Siu Man, Kenny as director.	192,506,145 (99.52%)	927,000 (0.48%)
	B To re-elect Mr. Lau Kam Kwok, Dickson as director.	192,496,145 (99.52%)	927,000 (0.48%)

	C	To re-elect Mr. Pao Ping Wing as director.	189,559,477 (98%)	3,873,668 (2%)
	D	To authorise the board of directors to fix the directors' remuneration.	192,504,145 (100%)	0 (0%)
4		To re-appoint Messrs. BDO Limited as auditors of the Company and authorise the board of directors to fix their remuneration.	193,423,145 (100%)	0 (0%)
5*	A	To grant a general mandate to the directors to repurchase shares in the Company, not exceeding 10% of the issued share capital of the Company at the date of this resolution.	193,405,145 (100%)	0 (0%)
	B	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company, not exceeding 20% of the issued share capital of the Company at the date of this resolution.	188,704,047 (97.56%)	4,719,098 (2.44%)
	C	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the number of shares repurchased by the Company.	188,660,047 (97.53%)	4,773,098 (2.47%)

\* The full text of Resolution 5 is set out in the notice of AGM

As more than 50% of the votes were cast in favour of the Resolutions, all the above Resolutions were duly passed as ordinary resolutions.

As at the AGM date, the total number of issued shares in the Company was 275,754,135, which was the total number of shares in the Company entitling the Shareholders to attend and vote for or against all the Resolutions at the AGM. There was no restriction on any Shareholders casting votes on any of the Resolutions at the AGM.

By Order of the Board  
**Soundwill Holdings Limited**  
**Lam Chun Choi**  
*Company Secretary*

Hong Kong, 16 May 2012

*As at the date of this announcement, the Board of Directors of the Company comprises (i) Executive Directors: Foo Kam Chu, Grace, Chan Wai Ling, Kong Siu Man, Kenny and Lau Kam Kwok, Dickson and (ii) Independent Non-Executive Directors: Chan Kai Nang, Pao Ping Wing and Ng Chi Keung.*