

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.



China ZhengTong Auto Services Holdings Limited
中國正通汽車服務控股有限公司
(Incorporated under the laws of the Cayman Islands with limited liability)
(Stock code: 1728)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 22 DECEMBER 2011**

The board of directors of China ZhengTong Auto Services Holdings Limited 中國正通汽車服務控股有限公司 (the “Company”) announces that at the extraordinary general meeting of the Company held on 22 December 2011 (the “EGM”), all the proposed resolutions as set out in the notice of the EGM were duly passed by the shareholders of the Company by way of poll.

The Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the EGM.

The poll results taken at the EGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
(1)	the transaction contemplated under the conditional sale and purchase agreement dated 23 August 2011 (the “SP Agreement”) entered into between, among others, Exactwin Limited (確成有限公司) (“Vendor”) as vendor and the Company as purchaser in relation to the acquisition (“Acquisition”) by the Company of the entire issued capital of Top Globe Limited (同方有限公司) (“Target”) at a cash consideration of RMB5.5 billion (equivalent to approximately HK\$6.7 billion) as shown in the Company’s circular dated 2 December 2011 be and the same is hereby approved, confirmed and ratified;	1,722,229,726 (98.996856%)	17,451,500 (1.003144%)
(2)	<p>the board of directors (“Board”) of the Company be and is hereby authorised to take any step and execute whether under Common Seal of the Company or otherwise all such acts, matters, deeds, documents and to do all such acts or things as the Board consider necessary, appropriate, desirable or expedient in connection with:</p> <p>(a) the Acquisition, the SP Agreement and all other transactions contemplated thereunder, and the closing and implementation thereof;</p> <p>(b) securing the fulfilment of the conditions precedent of completion of the SP Agreement; and</p> <p>(c) the approval of any amendments or variations to any of the documents tabled or the granting of waivers of any matters contemplated thereby that are, in the Board’s opinion, not fundamental to the transactions contemplated thereby and are in the best interests of the Company, including without limitation the signing (under the Common Seal of the Company where required or expedient) of any supplemental or ancillary agreements and instruments and the giving of any undertakings and confirmations for any such purposes.”</p>		

As at the date of the EGM, the total number of shares of the Company in issue, being the total number of shares entitling the holders thereof to attend and vote for or against the resolutions at the EGM, was 2,200,000,000 shares. There were no restrictions on any shareholders to cast votes on any of the resolutions at the EGM.

As more than 50% of the votes were cast in favour of the ordinary resolutions, all such ordinary resolutions were duly passed on the EGM. As the conditions of the completion of the SP Agreement have been fulfilled, the procedure of the completion of Acquisition will commence in accordance with the SP Agreement.

For and on behalf of the Board
China ZhengTong Auto Services Holdings Limited
中國正通汽車服務控股有限公司
Wang Kunpeng
Chief Executive Officer and Executive Director

Hong Kong, 22 December 2011

As at the date of this announcement, the Board comprises Mr. WANG Kunpeng (Chief Executive Officer), Mr. LI Zhubo, Mr. LIU Dongli, Mr. CHEN Tao and Mr. SHAO Yong Jun as Executive Directors; Mr. WANG Muqing as Non-Executive Director; and Dr. WONG Tin Yau, Kelvin, Mr. TAN Xiangyong and Mr. ZHANG Yansheng as Independent Non-Executive Directors.