



## CHINAINFO HOLDINGS LIMITED

神州資訊控股有限公司\*

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8206)**

### **(1) RESULTS OF EGM AND (2) COMPLETION OF THE CCI AGREEMENT AND THE CCP AGREEMENT**

The Board is pleased to announce that at the EGM held on 31 March 2006, the ordinary resolutions approving the CCI Agreement, the CCP Agreement and the annual cap of the Annual Payment were duly passed by the Shareholders by way of poll.

Completion of the CCI Agreement and the CCP Agreement had taken place on 31 March 2006.

Reference is made to the announcement of Chinainfo Holdings Limited (the “**Company**”) dated 1 February 2006 and the circular of the Company dated 15 March 2006 (the “**Circular**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **RESULTS OF EGM**

The Board is pleased to announce that the ordinary resolutions approving the CCI Agreement, the CCP Agreement and the annual cap of the Annual Payment as set out in the notice of EGM (the “**Notice of EGM**”) contained in the Circular were duly passed by the Shareholders by way of poll.

The Directors confirm that, to the best of their knowledge, information and belief having made all reasonable enquiry, no Shareholder and their respective associates had any material interest in the Transactions which was different from other Shareholders, and therefore no Shareholder was required to abstain from voting to approve the CCI Agreement, the CCP Agreement and the annual cap of the Annual Payment at the EGM. The Directors have received no indication from any Shareholder that they intended to vote against the relevant resolutions.

\* For identification purpose only

As at the date of the EGM, the total number of Shares in issue were 428,010,000 Shares. Accordingly, the total number of Shares held by Shareholders entitled to attend and vote for or against the ordinary resolutions were 428,010,000 Shares. There was no Share entitled the Shareholders to attend and vote only against the ordinary resolutions at the EGM.

The voting of the two ordinary resolutions were taken by poll. The poll results were as follows:

Ordinary resolutions	Number of Shares represented by votes (%)	
	For	Against
1. To approve the CCI Agreement and the transactions contemplated thereunder.	253,662,826 Shares 100%	0 Share 0%
2. (a) To approve the CCP Agreement and the transactions contemplated thereunder; and (b) to approve the annual cap of the Annual Payment under the CCP Agreement.	253,662,826 Shares 100%	0 Share 0%

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the EGM.

#### **COMPLETION OF THE CCI AGREEMENT AND THE CCP AGREEMENT**

The Board is also pleased to announce that completion of the CCI Agreement and the CCP Agreement had taken place on 31 March 2006.

Further details of the CCI Agreement and the CCP Agreement will be included in the next published annual reports and accounts of the Company and in compliance with the GEM Listing Rules.

The Company will also re-comply with the relevant GEM Listing Rules in relation to the annual cap of the Annual Payment after three years.

#### **BOARD OF DIRECTORS**

As at the date of this announcement, the executive Directors are Ms. Chan Tan Lui, Danielle, Mr. Xiao Haiping, Mr. Choo Kwok How and Ms. Zhang Jialin, and the independent non-executive Directors are Ms. Guo Qi, Mr. Yip Tai Him and Mr. Chiu Kwok Ching.

By order of the Board  
**Chinainfo Holdings Limited**  
**Chan Tan Lui, Danielle**  
*Chairman*

Hong Kong, 31 March 2006

This announcement, for which the Directors 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 issuer. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:

- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading;
- (2) there are no other matters the omission of which would make any statement in this announcement misleading; and
- (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

*This announcement will remain at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page of the GEM website for at least 7 days from the date of its posting and on the website of the Group at [www.hk6.com](http://www.hk6.com).*