



# 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 SA AGREEMENT**

The Board is pleased to announce that at the EGM held on 18 December 2006, the ordinary resolution proposed approving the SA Agreement was passed by the Independent Shareholders by way of poll.

Completion of the SA Agreement had taken place on 18 December 2006.

Reference is made to the circular of Chinainfo Holdings Limited (the “**Company**”) dated 30 November 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 resolution proposed approving the SA Agreement as set out in the notice of EGM (the “**Notice of EGM**”) contained in the Circular were duly passed at the EGM held on 18 December 2006 by the Independent Shareholders by way of poll.

As at the date of the EGM, the total number of Shares in issue were 645,086,761 Shares. The Board confirmed that CCI and its associate holding 85,542,000 Shares as at the date of the EGM, had abstained from voting on the ordinary resolutions as set out in the Notice of EGM pursuant to the GEM Listing Rules. Accordingly, the total number of Shares held by Independent Shareholders entitled to attend and vote for or against the ordinary resolutions were 559,544,761 Shares. The Directors have received no indication from any Shareholder that they intended to vote against the relevant resolutions. There were no Shares entitled the Shareholders to attend and vote only against the relevant resolutions.

\* *For identification purpose only*

The voting of the proposed ordinary resolution was taken by poll. The poll results were as follows:

Ordinary resolution	Number of Shares Represented by votes (%)	
	For	Against
To approve the SA Agreement and the transactions contemplated thereunder	350,498,137 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 SA AGREEMENT

The Board is also pleased to announce that completion of the SA Agreement had taken place on 18 December 2006.

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

## BOARD OF DIRECTORS

As at the date of this announcement, the executive Directors are Mr. He Chenguang, Mr. Xiao Haiping, Mr. Zhang Peng and Ms. Zhang Jialin, and the independent non-executive Directors are Mr. Yip Tai Him and Dr. Lam Lee G.

By Order of the Board  
**CHINAINFO HOLDINGS LIMITED**  
**He Chenguang**  
Chairman

Hong Kong, 18 December 2006

*This announcement, for which the Directors, including all independent non-executive 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 Company. 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).*