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## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 24 APRIL 2012**

The Board is pleased to announce that the ordinary resolutions approving, ratifying and confirming:

1. the Master Leasing Agreement and the Leasing Transactions and the implementation thereof and the Leasing Annual Caps; and
2. the Master Concessionaire Counter Agreement and the Concessionaire Transactions and the implementation thereof and the Concessionaire Annual Caps;

were duly passed by the Independent Shareholders by way of poll at the EGM held on 24 April 2012.

Reference is made to the circular of the Company dated 5 April 2012 (the “**Circular**”) in relation to continuing connected transactions – Master Leasing Agreement and Master Concessionaire Counter Agreement. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the ordinary resolutions approving, ratifying and confirming:

1. the Master Leasing Agreement and the Leasing Transactions and the implementation thereof and the Leasing Annual Caps (“**Resolution 1**”); and
2. the Master Concessionaire Counter Agreement and the Concessionaire Transactions and the implementation thereof and the Concessionaire Annual Caps (“**Resolution 2**”);

(collectively, the “**Resolutions**”) were duly passed by the Independent Shareholders by way of poll at the EGM held on 24 April 2012.

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as scrutineer for the purpose of counting the votes at the EGM.

As at the date of the EGM, the Company's number of total issued shares was 1,686,145,000 shares. NWD and its associates, in aggregate, beneficially held 1,218,900,000 shares, representing approximately 72.29% of the total issued share capital of the Company as at the date of the EGM. NWD and its associates were required to abstain and did abstain from voting on Resolution 1 at the EGM. The total number of shares entitling the Independent Shareholders to vote on Resolution 1 was 467,245,000 shares. No Shareholder was required to abstain from voting on Resolution 2, and accordingly, the total number of shares entitling the Independent Shareholders to vote on Resolution 2 was 1,686,145,000 shares. Save as aforesaid, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. There were no shares of holders that are required under the Listing Rules to abstain from voting at the EGM.

The poll results in respect of the Resolutions were as follows:

<b>Resolutions</b> <sup>(Note)</sup>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	Resolution 1	149,611,784 (99.99%)	5,013 (0.01%)
2.	Resolution 2	1,368,510,784 (99.99%)	6,013 (0.01%)

*Note: The full text of the Resolutions is set out in the notice of EGM.*

As more than 50% of the votes were casted in favour of the Resolutions, each of the Resolutions proposed at the EGM was duly passed as an ordinary resolution of the Company.

By order of the board of  
**New World Department Store China Limited**  
**Wu Yuk-kwai, Catherine**  
*Company Secretary*

Hong Kong, 24 April 2012

*As at the date of this announcement, the non-executive Directors are Dr. Cheng Kar-shun, Henry and Mr. Au Tak-cheong; the executive Directors are Mr. Cheng Chi-kong, Adrian, Mr. Cheung Fai-yet, Philip, Mr. Lin Tsai-tan, David, Mr. Wong Kwok-kan, Kenneth and Ms. Ngan Man-ying, Lynda; and the independent non-executive Directors are Mr. Cheong Ying-chew, Henry, Mr. Chan Yiu-tong, Ivan, Mr. Tong Hang-chan, Peter and Mr. Yu Chun-fai.*