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**C Y FOUNDATION GROUP LIMITED**  
(incorporated in Bermuda with limited liability)  
(Stock code: 1182)

**POLL RESULTS OF THE FIRST SPECIAL GENERAL MEETING  
HELD ON 26 FEBRUARY 2010**

The resolution in relation to amend Bye-law 44 was duly passed but the resolution in relation to Bye-law 86(4) was not passed at the SGM.

Reference is made to the announcement of the Company dated 15 January 2009 (“Announcement”), the circular (“Circular”) of the Company dated 20 January 2010 and the notice (“SGM Notice”) for the first special general meeting held on 26 February 2010 (“SGM”) for the purpose of considering and, if thought fit, passing with or without amendment or modification, the special resolutions to amend Bye-law 44 (“Proposed Resolution (1)”) and to amend Bye-law 86(4) (“Proposed Resolution (2)”) of the Company. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Announcement, the Circular and the SGM Notice.

**POLL RESULTS OF THE SGM**

At the SGM, the Proposed Resolution (1) was duly passed but the Proposed Resolution (2) was not passed by the shareholders by way of poll.

SHINEWING (HK) CPA Limited, acted as the scrutineer for the vote-taking at the SGM. The results of the voting are as follows:-

Resolution	Number of Valid Votes Cast (%)	
	For	Against
To approve the Proposed Resolution (1) as set out in the SGM Notice	5,020,003,983 (99.812%)	9,436,000 (0.188%)

To approve the Proposed Resolution (2) as set out in the SGM Notice	3,251,161,127 (64.643%)	1,778,278,856 (35.357%)
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As at the SGM, the total number of issued shares of the Company was 6,968,710,326 which was the total number of shares entitling the holders to attend and vote for or against the resolution at the SGM. There were no restrictions on the Company's shareholders to cast votes on the resolution proposed at the SGM and, accordingly, there were no shares entitling the holders to attend and vote only against the resolution.

More than 75% of the valid votes were cast in favour of the Proposed Resolution (1) which was duly passed as a special resolution at the SGM. Less than 75% of the valid votes were cast in favour of the Proposed Resolution (2) which was not passed as a special resolution at the SGM.

On behalf of the Board  
**WOELM Samuel**  
*Director*

Hong Kong, 26 February 2010

*As at the date hereof, the Board comprises Mr. CHENG Chee Tock Theodore (Chairman), Mr. WOELM Samuel, Mr. WU Chuang John, Mr. CAO Dongxin, Mr. HO Chi Chung Joseph, Mr. YU Ping, Mr. ZHANG Yiwei, Mr. TANG Ming, and Mr. HU Xichang as executive directors; Mr. WANG Shan Chuan, Mr. NG Pui Lung and Mr. FUNG Pui Cheung Eugene as independent non-executive directors.*

*All directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*