

*The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **VENTURE INTERNATIONAL INVESTMENT HOLDINGS LIMITED**

**(宏昌國際投資控股有限公司)\***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 61)**

### **RESULTS OF SPECIAL GENERAL MEETING**

The Directors are pleased to announce that all the resolutions as set out in the notice of SGM were duly passed by the Shareholders or the Independent Shareholders at the SGM held on 18 September 2006.

Reference is made to the press announcement issued by the Company dated 28 July 2006 and the circular (the “**Circular**”) of the Company dated 31 August 2006 in relation to, among other matters, the Disposal and the Future Disposal. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise stated.

The SGM was held on 18 September 2006 to consider the resolutions approving, among other matters, the Disposal and the Future Disposal. The Directors are pleased to announce that all the resolutions set out in the notice of SGM contained in the Circular were duly passed by the Shareholders or the Independent Shareholders at the SGM.

At the SGM, voting in respect of the ordinary resolution (the “**Disposal Resolution**”) to approve the Disposal and the transactions contemplated thereunder (ordinary resolution numbered 1 as set out in the notice of SGM) was conducted by way of poll by the Independent Shareholders. The Purchaser and his associates were required to abstain from voting on the Disposal Resolution in accordance with the Listing Rules. The ordinary resolution to approve the Future Disposal (ordinary resolution numbered 2 as set out in the notice of SGM) was duly passed by a show of hands by the Shareholders present in the SGM.

As at the date of the SGM, the total number of Shares in issue was 674,998,552. The Board confirmed that the Purchaser and his associates, holding an aggregate of 125,542,000 Shares (representing approximately 18.60% of the issued share capital of the Company) as at the time of the SGM had abstained from voting on the Disposal Resolution in accordance with the Listing Rules. Accordingly, a total of 549,456,552 Shares (representing approximately 81.40% of the issued share capital of the Company) were held by the Independent Shareholders who were entitled to attend and vote for or against the Disposal Resolution at the SGM. There were no Shares entitling the Shareholders to attend and vote only against the Disposal Resolution at the SGM.

The chairman of the SGM has demanded for voting on the Disposal Resolution by way of poll. The Board is pleased to announce that the Disposal Resolution was duly passed by the Independent Shareholders by way of poll at the SGM. There were 81,083,892 votes for the Disposal Resolution (representing 100% of the total votes) and there was zero vote against the Disposal Resolution (representing 0% of the total votes).

Tengis Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM.

By order of the board of directors of  
**Venture International Investment Holdings Limited**  
**Chan Tze Ngon**  
*Chairman*

Hong Kong, 18 September 2006

\* *for identification purpose only*

*As at the date of this announcement, Mr. Chan Tze Ngon and Mr. Wu Emmy are the executive Directors and Mr. Benedict Tai, Mr. Fu Yan Yan and Ms. Wang Xi Ling are the independent non-executive Directors.*

“Please also refer to the published version of this announcement in International Herald Tribune.”