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SUN CENTURY GROUP LIMITED

太陽世紀集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 1 JUNE 2012,
RETIREMENT OF DIRECTORS
AND
APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE,
REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

POLL RESULTS OF THE AGM

The Board is pleased to announce that all the resolutions set out in the notice of AGM dated 30 April 2012 were duly passed by the Shareholders by way of poll at the AGM held on 1 June 2012.

RETIREMENT OF DIRECTORS

With effect from the conclusion of the AGM, Mr. Zeng Yunshu, Mr. Cheung Ngai Lam, Dr. Li Jun and Mr. Cheung Kwok Yu have retired as executive director and independent non-executive directors of the Company respectively. Following such retirement, Mr. Cheung Ngai Lam has also ceased to be the Chairman of the Audit Committee of the Company and a member of the Nomination Committee and Remuneration Committee of the Company with effect from 1 June 2012. Dr. Li Jun has also ceased to be the chairman of the Remuneration Committee of the Company and a member of the Audit Committee and Nomination Committee of the Company with effect from 1 June 2012. Mr. Cheung Kwok Yu has also ceased to be the chairman of the Nomination Committee of the Company and a member of the Audit Committee and Remuneration Committee of the Company with effect from 1 June 2012.

APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE

Due to the retirement of Mr. Cheung Ngai Lam, Dr. Li Jun and Mr. Cheung Kwok Yu, with effect from the conclusion of the AGM, Mr. Tou Kin Chuen has been appointed as the chairman of the Audit Committee of the Company; Dr. Wu Kam Fun Roderick has been appointed as the chairman of the Nomination Committee of the Company and Mr. Lui Man Wah has been appointed as the chairman of the Remuneration Committee of the Company.

* For identification purpose only

Reference is made to the notice of annual general meeting (the “**Notice**”) and the circular (the “**Circular**”) of Sun Century Group Limited (the “**Company**”) both dated 30 April 2012. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The Board is pleased to announce that all resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held on 1 June 2012. The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, has been appointed and acted as the scrutineer for the vote-taking at the AGM. The results of the polls on the resolutions at the AGM were as follows:

Ordinary Resolutions				No. of votes cast and percentage of total no. of votes cast	
				For	Against
1.	To adopt the audited financial statements and the reports of the Directors and auditor for the year ended 31 December 2011.			941,491,000 99.746%	2,400,000 0.254%
2.	(A)	(i)	To re-elect Mr. Chau Cheok Wa as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(ii)	To re-elect Ms. Cheng Mei Ching as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(iii)	To re-elect Ms. Yeung So Lai as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(iv)	To re-elect Mr. Leung Ming Ho as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(v)	To re-elect Mr. Lui Man Wah as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(vi)	To re-elect Mr. Tou Kin Chuen as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(vii)	To re-elect Dr. Wu Kam Fun Roderick as a Director.	941,491,000 99.746%	2,400,000 0.254%
		(viii)	To re-elect Mr. Lee Chi Shing Caesar as a Director.	941,491,000 99.746%	2,400,000 0.254%
	(B)	To authorize the board of Directors to fix their remuneration.		941,491,000 99.746%	2,400,000 0.254%
3.	To appoint auditor and to authorise the board of Directors to fix their remuneration.			941,491,000 99.746%	2,400,000 0.254%
4.	To grant an unconditional mandate to the Directors to purchase the Company’s own shares.			941,491,000 99.746%	2,400,000 0.254%
5.	To grant an unconditional mandate to the Directors to allot shares.			941,491,000 99.746%	2,400,000 0.254%
6.	To extend the share issue mandate granted to the Directors.			941,491,000 99.746%	2,400,000 0.254%

The number of votes and percentages of the voting as stated above are based on the total number of shares of the Company held by the Shareholders who attended and voted at the AGM in person, by corporate representative or by proxy.

The full text of the resolutions were set out in the Notice.

As more than 50% of the votes cast in the AGM voted for the resolutions at the AGM, the resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 2,090,306,750 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all resolutions proposed at the AGM. It was noted that no Shareholders was required to abstain from voting on the resolutions at the AGM. There were no Shares in respect of which their holders were entitled to attend and vote only against the resolutions at the AGM.

RETIREMENT OF DIRECTORS

Mr. Zeng Yunshu, Mr. Cheung Ngai Lam, Dr. Li Jun and Mr. Cheung Kwok Yu due to their wishes devote more time for their own priorities and family, did not offer themselves for re-election at the AGM and have therefore retired as executive director and independent non-executive directors of the Company respectively at the conclusion of the AGM. Following such retirement, Mr. Cheung Ngai Lam has also ceased to be the Chairman of the Audit Committee of the Company and a member of the Nomination Committee and Remuneration Committee of the Company with effect from 1 June 2012. Dr. Li Jun has also ceased to be the chairman of the Remuneration Committee of the Company and a member of the Audit Committee and Nomination Committee of the Company with effect from 1 June 2012. Mr. Cheung Kwok Yu has also ceased to be the chairman of the Nomination Committee of the Company and a member of the Audit Committee and Remuneration Committee of the Company with effect from 1 June 2012.

Each of Mr. Zeng Yunshu, Mr. Cheung Ngai Lam, Dr. Li Jun and Mr. Cheung Kwok Yu has respectively confirmed that there is no disagreement between him and the Board and there is no matter relating to their retirement that will need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its appreciation to Mr. Zeng Yunshu, Mr. Cheung Ngai Lam, Dr. Li Jun and Mr. Cheung Kwok Yu for their valuable contribution to the Company during their tenures of service.

APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE

Due to the retirement of Mr. Cheung Ngai Lam, Dr. Li Jun and Mr. Cheung Kwok Yu, with effect from the conclusion of the AGM, Mr. Tou Kin Chuen has been appointed as the chairman of the Audit Committee of the Company; Dr. Wu Kam Fun Roderick has been appointed as the chairman of the Nomination Committee of the Company and Mr. Lui Man Wah has been appointed as the chairman of the Remuneration Committee of the Company.

By order of the Board
Sun Century Group Limited
Chau Cheok Wa
Chairman

Hong Kong, 1 June 2012

As at the date of this announcement, the executive Directors are Mr. CHAU Cheok Wa, Mr. LEE Chi Shing Caesar, Ms. YEUNG So Mui, Ms. CHENG Mei Ching, Ms. YEUNG So Lai and Mr. LEUNG Ming Ho; and the independent non-executive Directors are Mr. LUI Man Wah, Mr. TOU Kin Chuen and Dr. WU Kam Fun Roderick.