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JIANGNAN GROUP LIMITED

江南集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1366)

POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING

The Board is pleased to announce that the Resolution as set out in the Notice was duly passed as an ordinary resolution of the Company by the Shareholders by way of poll at the EGM held on 10 July 2013.

Reference is made to (i) the circular to the Shareholders (“**Circular**”) dated 24 June 2013 regarding the discloseable and connected transaction in relation to the Acquisition; and (ii) the notice (“**Notice**”) of the EGM dated 24 June 2013. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the resolution (“**Resolution**”) as set out in the Notice was duly passed as an ordinary resolution of the Company by the Shareholders by way of poll at the EGM held on 10 July 2013.

As at the date of the EGM, there were a total of 3,077,200,000 Shares in issue. As stated in the Circular, Power Heritage Group Limited, a Shareholder holding 2,206,800,000 Shares, was required to abstain and had abstained from voting on the Resolution proposed at the EGM. As such, there were a total of 870,400,000 Shares, representing 28.3% of the issued share capital of the Company as at the date of the EGM, entitling the holders of the same to attend and vote on the Resolution at the EGM.

Save as disclosed above, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting on the Resolution proposed at the EGM. None of the Shareholders was entitled to attend and abstain from voting in favour of the Resolution proposed at the EGM according to rule 13.40 of the Listing Rules. None of the Shareholders has stated their intention in the Circular to vote against the Resolution proposed or to abstain from voting at the EGM.

Full text of the Resolution is set out in the Notice. The poll result for the Resolution is as follows:

Ordinary resolution	Number of votes and percentage	
	For	Against
To approve the Agreement (as defined in the circular of the Company dated 24 June 2013) and the transactions contemplated thereunder and to authorise any one director of the Company to do all such acts and things as he considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the Agreement and all transactions contemplated thereunder.	379,886,000 (100%)	0 (0%)

Note: The number of votes and percentage of voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the EGM in person, by authorized corporate representative or by proxy.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

On behalf of the Board
Jiangnan Group Limited
Rui Fubin
Chairman and chief executive officer

Hong Kong, 10 July 2013

As at the date of this announcement, the Board comprises the following members:

Executive directors

Mr. Rui Fubin
(Chairman and chief executive officer)
 Mr. Rui Yiping
 Ms. Xia Yafang
 Mr. Jiang Yongwei
 Mr. Hao Minghui

Independent non-executive directors

Mr. He Zhisong
 Mr. Wu Changshun
 Mr. Yang Rongkai
 Mr. Poon Yick Pang Philip