

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



JIANGNAN GROUP LIMITED

江南集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1366)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

All resolutions as set out in the notice of AGM dated 22 April 2014 were duly passed by way of poll at the AGM held on 23 May 2014.

The board (“**Board**”) of directors of Jiangnan Group Limited (“**Company**”) is pleased to announce that all resolutions as set out in the notice of annual general meeting of the Company (“**AGM**”) dated 22 April 2014 were duly passed by the shareholders of the Company (“**Shareholders**”) by way of poll at the AGM held on 23 May 2014.

Ordinary resolutions		Number of votes and percentage	
		For	Against
1	To receive and approve the reports of the directors and the Company’s auditors for the year ended 31 December 2013.	237,283,058 (100%)	0 (0%)
2	To approve the declaration and payment of final dividend of HK3.3 cents per share for the year ended 31 December 2013.	237,283,058 (100%)	0 (0%)
3a	To re-elect Mr. Rui Yiping as a director of the Company.	236,859,058 (99.82%)	424,000 (0.18%)
3b	To re-elect Mr. Yang Rongkai as a director of the Company.	237,283,058 (100%)	0 (0%)
3c	To re-elect Mr. Poon Yick Pang, Philip as a director of the Company.	237,283,058 (100%)	0 (0%)
3d	To re-elect Mr. Chu Hui as a director of the Company.	237,283,058 (100%)	0 (0%)

Ordinary resolutions		Number of votes and percentage	
		For	Against
3e	To authorise the board of directors to fix their remuneration.	237,283,058 (100%)	0 (0%)
4	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and authorise the board of directors to fix their remuneration.	237,283,058 (100%)	0 (0%)
5(A)	To grant a general mandate to the directors to allot, issue and otherwise deal with the Company's shares.	230,014,000 (96.94%)	7,269,058 (3.06%)
5(B)	To grant a general mandate to the directors to purchase the Company's shares.	237,283,058 (100%)	0 (0%)
5(C)	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the directors under resolution numbered 5(A).	230,014,000 (96.94%)	7,269,058 (3.06%)

Note: The full text of resolutions 5(A), 5(B) and 5(C) were set out in the notice of AGM dated 22 April 2014.

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

As at the date of the AGM, the issued share capital of the Company was 3,077,200,000 shares and the total number of shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 3,077,200,000. None of the Shareholders was entitled to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No Shareholder was required to abstain from voting in respect of any resolution proposed at the AGM and no Shareholder has stated their intention in the circular dated 22 April 2014 in connection with the convening of the AGM to vote against or would abstain from voting in respect of any resolution proposed at the AGM.

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

Hong Kong, 23 May 2014

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

Executive directors

Mr. Rui Fubin
(Chairman and chief executive officer)
Mr. Chu Hui
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