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## **Yingde Gases Group Company Limited**

盈德氣體集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 02168)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 MAY 2010**

The board of directors (the “**Board**”) of Yingde Gases Group Company Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting (the “**Annual General Meeting**”) of the Company held at Forum Room 1, B2 level, Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Wednesday, 19 May 2010 at 2:30 p.m.

Reference is made to the circular (the “**Circular**”) of the Company and the notice of the Annual General Meeting (the “**Notice**”) issued to the Shareholders dated 15 April 2010. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

The Annual General Meeting was presided over by Mr. Zhongguo Sun, the chairman of the Company.

The total number of issued Shares as at the date of the Annual General Meeting was 1,809,232,500 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against all proposed resolutions at the Annual General Meeting. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the Annual General Meeting.

A total of 15 Shareholders and duly authorized proxies, holding 905,943,261 Shares of the Company and representing approximately 50.07% of the total number of issued Shares of the Company, were present at the Annual General Meeting. All the resolutions at the Annual General Meeting were put to vote by way of poll.

Computershare Hong Kong Investor Services Limited (the Company’s branch share registrar) acted as the scrutineer for counting of votes at the Annual General Meeting.

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The Board is pleased to announce that all the resolutions have been duly passed at the Annual General Meeting and the details of poll results were as follows:

Ordinary Resolutions	Number of Votes (%)		Total Number of Votes	
	For	Against		
1.	To receive and adopt the audited consolidated financial statements of our Company and the reports of the directors and auditors for the year ended 31 December 2009.	905,943,261 (100.000000%)	0 (0.000000%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
2.	(a) To re-elect the following persons as directors of our Company:			
	(i) Mr. Zhongguo Sun	884,478,061 (97.630624%)	21,465,200 (2.369376%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(ii) Mr. Zhao Xiangti	882,655,761 (97.429475%)	23,287,500 (2.570525%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(iii) Mr. Chen Yan	894,918,061 (98.783014%)	11,025,200 (1.216986%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(iv) Mr. Chen Dar Cin	894,918,061 (98.783014%)	11,025,200 (1.216986%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(v) Mr. Xu Zhao	899,862,561 (99.328799%)	6,080,700 (0.671201%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(vi) Mr. Zheng Fuya	899,862,561 (99.328799%)	6,080,700 (0.671201%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(vii) Dr. Wang Ching	905,501,561 (99.951244%)	441,700 (0.048756%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(b) To authorise the board of directors to fix the remuneration of the directors of our Company.	905,501,061 (99.999724%)	2,500 (0.000276%)	905,503,561
The resolution was duly passed as an ordinary resolution.				
3.	To re-appoint KPMG as auditors of our Company and authorise the board of directors of our Company to fix their remuneration.	905,501,561 (99.951244%)	441,700 (0.048756%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
4.	(A) To grant a general mandate to the directors of our Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of our Company.	633,476,161 (69.924485%)	272,467,100 (30.075515%)	905,943,261
The resolution was duly passed as an ordinary resolution.				
	(B) To grant a general mandate to the directors of our Company to repurchase shares not exceeding 10% of the issued share capital of our Company.	837,272,761 (92.420000%)	68,670,500 (7.580000%)	905,943,261

	The resolution was duly passed as an ordinary resolution.			
	(C) To extend the authority given to the directors of our Company pursuant to ordinary resolution no. 4(A) to issue shares by adding to the issued share capital of our Company the number of shares repurchased under ordinary resolution no. 4(B).	639,784,961 (70.620864%)	266,158,300 (29.379136%)	905,943,261
	The resolution was duly passed as an ordinary resolution.			
5.	To approve, ratify and confirm the proposed revised annual caps for the Supply-related Transactions for the year ending 31 December 2010 and thereafter, until 30 October 2029.	834,268,361 (92.088368%)	71,674,900 (7.911632%)	905,943,261
	The resolution was duly passed as an ordinary resolution.			

By order of the Board

**Yingde Gases Group Company Limited**

**Zhongguo Sun**

*Chairman*

Hong Kong, 19 May 2010

*As at the date of this announcement, the executive directors of the Company are Mr. Zhongguo Sun, Mr. Zhao Xiangti and Mr. Chen Yan; the non-executive director of the Company is Mr. Chen Dar Cin; and the independent non-executive directors of the Company are Mr. Xu Zhao, Mr. Zheng Fuya and Dr. Wang Ching.*