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CAPITAL ESTATE LIMITED

冠中地產有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 193)

POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING

The Board is pleased to announce that the ordinary resolution for approving the Subscription Agreement, the Whitewash Waiver, the issue and allotment of the Subscription Shares and the implementation of the transactions contemplated under the Subscription Agreement was duly passed by way of poll at the EGM held on 15 July 2009.

Reference is made to the circular dated 19 June 2009 (the “Circular”) of Capital Estate Limited (the “Company”). Unless otherwise defined herein, terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolution for approving the Subscription Agreement, the Whitewash Waiver, the issue and allotment of the Subscription Shares and the implementation of the transactions contemplated under the Subscription Agreement was duly passed by way of poll at the EGM held on 15 July 2009. The Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The result of the poll on the ordinary resolution is as follows:

Ordinary resolution		No. of votes – Shares (%)	
		FOR	AGAINST
1.	To approve the Subscription Agreement, the Whitewash Waiver, the issue and allotment of the Subscription Shares and the implementation of the transactions contemplated under the Subscription Agreement	1,912,711,952 (95.46%)	91,010,000 (4.54%)

As at the date of the EGM, the Company had 13,286,896,896 Shares in issue. The Concert Group and their respective associates, and the Directors (including Mr. Lau) who were interested in 3,579,459,000 Shares, representing approximately 26.94% of the issued share capital of the Company, have abstained from voting in respect of the above ordinary resolution. As such, 9,707,437,896 Shares held by the Independent Shareholders, representing approximately 73.06% of the issued share capital of the Company, were entitled to attend and vote for or against the ordinary resolution at the EGM. There were no Shares entitling the holder(s) to attend and vote only against the above ordinary resolution at the EGM.

SHAREHOLDING STRUCTURE

The following table sets out the shareholding structure of the Company before and after completion of the Subscription:

	Existing shareholding as at the date of this announcement		Immediately after completion of the Subscription	
	Number of Shares	Approximate percentage (%)	Number of Shares	Approximate percentage (%)
Concert Group: Subscriber ¹	—	—	8,000,000,000	37.6
Ms. Liu Yan Xia (also known as “Lao Im Ha”) ²	244,910,000	1.8	244,910,000	1.1
Mr. Chu ³	3,334,474,000	25.1	3,334,474,000	15.7
Aggregate holdings of the Concert Group	3,579,384,000	26.9	11,579,384,000	54.4
Other Shareholders	9,707,512,896	73.1	9,707,512,896	45.6
Total	<u>13,286,896,896</u>	<u>100</u>	<u>21,286,896,896</u>	<u>100</u>

Note:

1. The Subscriber is owned as to 70% by Mr. Sio and 30% by Mr. Si.
2. Ms. Liu Yan Xia (also known as “Lao Im Ha”) is the spouse of Mr. Sio.
3. Mr. Chu is a director of the Company. On 19 September 2008, Mr. Chu was granted options to subscribe for 117,000,000 new Shares at the exercise price of HK\$0.0348 per Share, exercisable from 19 September 2008 to 18 March 2010.

By Order of the Board
Capital Estate Limited
Chu Nin Yiu, Stephen
Executive Chairman

Hong Kong, 15 July 2009

As at the date of this announcement, the Board comprises Mr. Chu Nin Yiu, Stephen, Mr. Chu Nin Wai, David, Mr. Lau Chi Kan, Michael as executive Directors and Mr. Li Sze Kuen, Billy, Mr. Wong Kwong Fat and Mr. Leung Kam Fai as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.