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PACIFIC ONLINE LIMITED

太平洋網絡有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 543)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 24 MAY 2010**

The Board is pleased to announce that all the resolutions proposed at the AGM held on 24 May 2010 were duly passed.

The board of directors (the “**Board**”) of Pacific Online Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 24 May 2010 (the “**AGM**”), all the resolutions were duly passed by the shareholders of the Company by way of poll voting. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2009.	615,729,700 (100%)	0 (0%)
2.	To declare a final dividend of RMB10.23 cents per share for the year ended 31 December 2009.	615,965,700 (100%)	0 (0%)
3.	To re-elect Mr Tsui Yiu Wa, Alec as an independent non-executive director of the Company.	615,965,700 (100%)	0 (0%)
4.	To re-elect Mr Thaddeus Thomas Beczak as an independent non-executive director of the Company.	615,965,700 (100%)	0 (0%)
5.	To re-elect Mr Louie Ming as an independent non-executive director of the Company.	615,965,700 (100%)	0 (0%)
6.	To authorize the Board to fix the respective directors’ remuneration.	615,965,700 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
7.	To re-appoint Messrs PricewaterhouseCoopers as auditors of the Company and to authorize the Board to fix auditors' remuneration.	615,965,700 (100%)	0 (0%)
8.	To give a general mandate to the directors of the Company to purchase the Company's shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.	615,965,700 (100%)	0 (0%)
9.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.	609,364,000 (98.93%)	6,601,700 (1.07%)
10.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate nominal amount of shares repurchased by the Company.	609,363,000 (98.93%)	6,602,700 (1.07%)
11.	To approve the bonus issue of shares of the Company.	615,965,700 (100%)	0 (0%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions nos. 1 to 11 proposed at the AGM, all such ordinary resolutions were duly passed.
- (b) The total number of shares of the Company in issue as at the date of AGM: 928,401,000.
- (c) The total number of shares of the Company entitling the holder to attend and vote for or against the resolutions at the AGM: 928,401,000.
- (d) The total number of shares of the Company entitling the holder to attend and vote only against the resolutions at the AGM: Nil.
- (e) None of the shareholders of the Company have stated their intention in the Company's circular dated 21 April 2010 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (f) The Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (g) In relation to the above resolution no. 2, the translation of Renminbi ("RMB") into Hong Kong dollars ("HK\$") for the purpose of dividend payment in HK\$ is made at the rate of HK\$1.00 = RMB0.8749, which is the official exchange rate as announced by The People's Bank of China on 24 May 2010. The dividend will be paid on or about 31 May 2010 to the shareholders whose names appear on the register of members of the Company on 24 May 2010.

- (h) In relation to the above resolution no. 11, certificates for the bonus shares of the Company will be posted to the shareholders of the Company on 7 June 2010 at their own risk and the first date of dealings in the bonus shares of the Company will be 10 June 2010.

By Order of the Board
Pacific Online Limited
Lam Wai Yan
Chairman

Hong Kong, 24 May 2010

As at the date of this announcement, the Board comprises 5 executive directors, namely, Mr Lam Wai Yan, Mr Ho Kam Wah, Mr Wang Ta-Tsing, Ms Zhang Cong Min and Mr Tsung Shih Kin, Samuel; and 3 independent non-executive directors, namely, Mr Tsui Yiu Wa, Alec, Mr Thaddeus Thomas Beczak and Mr Louie Ming.