

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.

DONGXIANG
China Dongxiang (Group) Co., Ltd.
中國動向（集團）有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 3818)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 12 MAY 2011**

The board of directors (“Board”) of China Dongxiang (Group) Co., Ltd. (the “Company”) is pleased to announce that all the resolutions set out in the notice of annual general meeting dated 4 April 2011 were approved by the shareholders of the Company by poll voting at its annual general meeting held on 12 May 2011 (the “AGM”). The poll results in respect of the respective resolutions proposed at the AGM are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
1	To receive and adopt the audited financial statements and the reports of the directors (“Directors”) and the auditors of the Company for the year ended 31 December 2010.	4,015,746,523 100.000000%	0 0.000000%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
2	(a) To declare a final dividend of RMB0.0359 (equivalent to HK\$0.0427) per share for the year ended 31 December 2010 to the shareholders of the Company which shall be paid out of the share premium account of the Company, if necessary.	4,015,826,523 100.000000%	0 0.000000%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
	(b) To declare a final special dividend of RMB0.0617 (equivalent to HK\$0.0733) per share for the year ended 31 December 2010 to the shareholders of the Company which shall be paid out of the share premium account of the Company, if necessary.	4,015,751,523 100.000000%	0 0.000000%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
3	(a) (i) To re-elect Mr. Chen Yihong as an executive director.	1,178,788,596 96.367234%	44,436,927 3.632766%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(ii) To re-elect Mr. Xu Yudi as an independent non-executive director.	3,979,958,475 99.106833%	35,868,048 0.893167%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(iii) To re-elect Mr. Jin Zhi Guo as an independent non-executive director.	4,013,235,691 99.935584%	2,586,832 0.064416%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
	(iv) To re-elect Ms. Sandrine, Suzanne, Eléonore, Agar Zerbib as an executive director.	4,007,180,812 99.784808%	8,641,711 0.215192%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3	(b) To authorize the Board of the Company to fix the remuneration of the directors.	4,015,745,523 99.999851%	6,000 0.000149%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4	To re-appoint Messrs. PricewaterhouseCoopers, Certified Public Accountants, as auditors of the Company and authorise the Board to fix their remuneration.	3,977,110,807 99.842525%	6,272,832 0.157475%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
5	To grant a general and unconditional mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution (the "Issue Mandate").	3,387,208,978 84.346497%	628,617,545 15.653503%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
6	To grant a general and unconditional mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.	4,015,640,523 99.995568%	178,000 0.004432%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

ORDINARY RESOLUTIONS		Number of votes (Approximate %)	
		For	Against
7	To extend the Issue Mandate granted to the Directors to issue shares by the number of shares repurchased by the Company.	3,387,976,310 84.371823%	627,554,213 15.628177%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
8	To authorise the Board to pay out of the share premium account of the Company such interim dividends to shareholders as may be declared from time to time during the period from the passing of this resolution until 31 December 2011 up to a maximum amount of HK\$500,000,000.	4,015,745,523 99.999851%	6,000 0.000149%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

As at the date of the AGM, the total number of issued shares of the Company is 5,666,401,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM.

No shareholder of the Company was only entitled to attend and vote against the resolutions at the AGM.

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

In relation to resolution No. 2(a) and (b) above, 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 = RMB0.8415, which is the official exchange rate of HK\$ against RMB as quoted on 21 March 2011 by the People's Bank of China. The dividends will be paid on or about 19 May 2011 to shareholders whose names appear on the register of members of the Company on 12 May 2011.

By order of the Board
China Dongxiang (Group) Co., Ltd.
Chen Yihong
Chairman

Hong Kong, 12 May 2011

As at the date of this announcement, the executive directors of the Company are Mr. Chen Yihong, Mr. Qin Dazhong and Ms. Sandrine, Suzanne, Eléonore, Agar Zerbib, the non-executive director of the Company is Mr. Gao Yu, and the independent non-executive directors of the Company are Mr. Xu Yudi, Dr. Xiang Bing and Mr. Jin Zhi Guo.