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# AMAX

## Holdings Limited

### AMAX HOLDINGS LIMITED

奧瑪仕控股有限公司

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 959)

### (A) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 SEPTEMBER 2010; AND (B) CHANGE IN DIRECTORSHIP

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

The Board is pleased to announce that at the AGM, all the proposed resolutions were duly passed by the Shareholders by way of poll.

#### **CHANG IN DIRECTORSHIP**

The Board is pleased to announce that Mr. Ng Chi Keung, Mr. Yoshida Tsuyoshi and Dr. Dingjie Wu have been appointed as Directors with effect immediately after the conclusion of the AGM. The Board also announces that Ms. Deng Xiaomei has been retired from her post as independent non-executive Director with effect immediately after the conclusion of the AGM and she will be re-appointed by the Board in due course. The Board further announces that Mr. Cheung Nam Chung has retired from his post as Director and the chairman of the Company with effect immediately after the conclusion of the AGM.

### (A) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 SEPTEMBER 2010

Reference is made to the circular (the “**Circular**”) of Amax Holdings Limited (the “**Company**”) dated 19 August 2010 of the annual general meeting (the “**AGM**”). Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

At the AGM held on 20 September 2010, all proposed resolutions as set out in the Notice were taken by poll. The Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM.

As at the date of AGM, the total number of issued shares in the Company was 3,805,989,728 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions at the AGM. No Shareholder was entitled to attend and vote only against any resolutions at the AGM.

The Board is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM. The poll results in respect of the resolutions were as follows:

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the year ended 31 March 2010	811,795,348 (89.7837%)	92,372,000 (10.2163%)
2.	(a) To re-elect Ms. Li Wing Sze as executive Director	809,580,348 (89.5388%)	94,587,000 (10.4612%)
	(b) To re-elect Mr. Lau Dicky as executive Director	897,551,848 (99.2683%)	6,615,500 (0.7317%)
	(c) To appoint Mr. Ng Chi Keung as executive Director	899,767,348 (99.5134%)	4,400,000 (0.4866%)
	(d) To appoint Mr. Yoshida Tsuyoshi as independent non-executive Director	904,166,848 (99.9999%)	500 (0.0001%)
	(e) To appoint Dr. Dingjie Wu as independent non-executive Director	904,166,848 (99.9999%)	500 (0.0001%)
	(f) To authorise the Board to fix the Directors' remuneration	901,951,848 (100.0000%)	0 (0.0000%)
3.	To re-appoint Messrs. CCIF CPA Limited as the Company's auditors and authorise the Board to fix their remuneration	894,615,348 (98.9436%)	9,552,000 (1.0564%)
4.	To grant a general mandate to the Directors to issue, allot and otherwise deal with the Shares	811,745,348 (89.7782%)	92,422,000 (10.2218%)
5.	To grant a general mandate to the Directors to repurchase the Shares	904,166,848 (99.9999%)	500 (0.0001%)

Ordinary Resolutions		Number of Votes (approximate %)	
		For	Against
6.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution no. 4	809,529,848 (89.7531%)	92,422,000 (10.2469%)
7.	To approve the increase in authorised share capital of the Company	810,286,848 (89.6169%)	93,880,500 (10.3831%)

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.

## **(B) CHANGE IN DIRECTORSHIP**

The Board would like to announce the following changes in the directorship of the Company with effect immediately after the conclusion of the AGM:

### **Appointment of Directors**

The Board is pleased to announce that at the AGM, Mr. Ng Chi Keung, Mr. Yoshida Tsuyoshi and Dr. Dingjie Wu have been appointed as executive Director, independent non-executive Director and independent non-executive Director respectively with effect from the conclusion of the AGM.

#### **Mr. Ng Chi Keung (“Mr. Ng”)**

Mr. Ng, aged 46, proposed to be appointed as executive Director. He is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Chartered Association of Certified Accountants and an associate member of The Institute of Chartered Accountants in England and Wales. He holds a Master degree in Business Administration from University of Manchester in U.K. Mr. Ng has over 20 years experience in auditing, accounting and financial management.

Mr. Ng has entered into a service contract with the Company on 16 August 2010 in relation to his appointment as the chief financial officer of the Company. Pursuant to which Mr. Ng will receive a services fees of HK\$40,000 per month which is determined with reference to his duties and responsibilities with the Company and the prevailing market situation. Upon his appointment as an executive Director be approved by the Shareholders at the AGM, no separate service agreement will be entered into between Mr. Ng and the Company, and his services fee entitled to under that above service agreement shall cover his Director’s fee and his salary as the chief financial office of the Company.

Save as disclosed above, Mr. Ng did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Mr. Ng does not have any relationship with any other Directors, senior management of the Company, substantial Shareholders or controlling Shareholders. He does not have any interest in the Shares of the Company within the meaning of Part XV of the SFO.

**Mr. Yoshida Tsuyoshi (“Mr. Yoshida”)**

Mr. Yoshida, aged 67, proposed to be appointed as independent non-executive Director, a member of remuneration committee of the Company, a member of nomination committee of the Company and a member of audit committee of the Company. He graduated from Osaka University.

Mr. Yoshida began his career as an engineer, and has extensive experience in reputable companies such as Panasonic and Union Carbide Corporation, a subsidiary of Dow Chemical Company. His focus then turned entrepreneurial and setup multiple companies of his own. For the past decade, he has been active in entertainment business promotion in Macau.

Mr. Yoshida has not entered into a service contract with the Company. Mr. Yoshida will receive a Director’s fee of HK\$5,000 per month which is determined with reference to his duties and responsibilities with the Company and the prevailing market situation.

Save as disclosed above, Mr. Yoshida did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Mr. Yoshida does not have any relationship with any other Directors, senior management of the Company, substantial Shareholders or controlling Shareholders. He does not have any interest in the Shares of the Company within the meaning of Part XV of the SFO.

**Dr. Dingjie Wu (“Dr. Wu”)**

Dr. Wu, aged 42, proposed to be appointed as independent non-executive Director, a member of remuneration committee of the Company, a member of nomination committee of the Company and a member of audit committee of Company, graduated from Jinan University with a Masters in Journalism. He received his Doctor of Management, with focus on Finance, from Sun Yat-sen University in Guangdong. Mr. Wu has held various top-level positions in media & finance industry. He was the chief reporter for Secutimes, the director of investments at Eagle Securities and GF Futures.

Dr. Wu has not entered into a service contract with the Company. Dr. Wu will receive a Director’s fee of HK\$5,000 per month which is determined with reference to his duties and responsibilities with the Company and the prevailing market situation.

Save as disclosed above, Dr. Wu did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. Dr. Wu does not have any relationship with any other Directors, senior management of the Company, substantial Shareholders or controlling Shareholders. He does not have any interest in the Shares of the Company within the meaning of Part XV of the SFO.

There is no information relating to Mr. Ng, Mr. Yoshida and Dr. Wu that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Save as disclosed herein, there is no other matter relating to Mr. Ng, Mr. Yoshida and Dr. Wu that needs to be brought to the attention of the Shareholders and the Stock Exchange.

### **Re-designation of Director**

The Board wishes to announce that Mr. Lau Dicky has been re-designated as an executive Director from his previous post as non-executive Director with effect immediately after the conclusion of the AGM.

### **Retirement of Director**

Reference is also made to the announcement of the Company dated 13 September 2010. The Board announces that Ms. Deng Xiaomei has been retired from her post as independent non-executive Director with effect from the conclusion of the AGM pursuant to bye-law 86(2) of the Company, and she will be re-appointed as independent non-executive Director in due course.

The Board also wishes to announce that Mr. Cheung Nam Chung (“**Mr. Cheung**”) had retired as the non-executive Director with effect immediately after the conclusion of the AGM.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Cheung for his valuable contribution to the Company during his tenure.

By order of the Board  
**Amax Holdings Limited**  
**Chan Him, Alfred**  
*Company Secretary*

Hong Kong, 20 September 2010

*As at the date of this announcement, the board of Directors comprises Ms. Li Wing Sze, Mr. Lau Dicky and Mr. Ng Chi Keung being the executive Directors and Mr. Cheng Kai Tai, Allen, Mr. Fang Ang Zhen, Mr. Yoshida Tsuyoshi and Dr. Dingjie Wu being the independent non-executive Directors.*

\* *For identification purpose only*