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Lee & Man Holding Limited
理文集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 746)

2011 ANNUAL GENERAL MEETING – POLL RESULTS

The Board is pleased to announce that, on 9 May 2011, the Company held the AGM at which the ordinary resolutions proposed in the AGM Notice were duly passed.

The board of directors (the "Board") of Lee & Man Holding Limited (the "Company") is pleased to announce that, at the Annual General Meeting (the "AGM") held on 9 May 2011, the ordinary resolutions proposed in the notice of the AGM dated 30 March 2011 (the "AGM Notice") were duly passed by the shareholders of the Company (the "Shareholders") present thereat by poll voting. Tricor Secretaries Limited acted as the scrutineer for the purpose of vote-taking. The number of shares of the Company (the "Shares") representing the votes cast for or against the resolutions voted upon by the Shareholders at the AGM were as follows:

Ordinary Resolutions		No. of Shares (%)	
		For	Against
1.	To receive, consider and adopt the audited financial statements and the reports of the directors and of the auditors of the Company for the year ended 31 December 2010.	671,648,032 (100%)	0 (0%)
2.	To declare a final dividend of HK13 cents per share for the year ended 31 December 2010.	671,648,032 (100%)	0 (0%)
3.	To re-elect Ms. Poon Lai Ming as an executive director of the Company.	664,843,032 (98.9868%)	6,805,000 (1.0132%)
4.	To re-elect Mr. Wong Kai Tung, Tony as an independent non-executive director of the Company and approve, confirm and ratify the terms of his appointment with the Company.	671,305,032 (99.9489%)	343,000 (0.0511%)
5.	To re-elect Mr. Heng Victor Ja Wei as an independent non-executive director of the Company and approve, confirm and ratify the terms of his appointment with the Company.	671,648,032 (100%)	0 (0%)

6.	To authorise the board of directors to fix the remuneration of the Directors for the year ending 31 December 2011 in accordance with their service contracts or letters of appointment provided that the total amount (excluding bonuses in favour of Directors) shall not exceed the amount of HK\$6 million. The bonuses in favour of the Directors shall be decided by the majority of the Board provided that the total amount of bonus payable to all the Directors in respect of any one financial year shall not exceed 10% of the consolidated profit after taxation of the Group for the relevant year.	671,648,032 (100%)	0 (0%)
7.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors for the ensuing year and to authorize the board of directors of the Company to fix their remuneration.	671,648,032 (100%)	0 (0%)
8.	To grant a general mandate to the board of directors of the Company to allot, issue and deal with the Company's shares not exceeding 20% of the issued share capital of the Company, in terms as set out in ordinary resolution number 8 in the Notice.	664,190,032 (98.8900%)	7,458,000 (1.1100%)
9.	To grant a general mandate to the board of directors of the Company to repurchase the Company's shares not exceeding 10% of the issued share capital of the Company, in terms as set out as ordinary resolution number 9 in the Notice.	671,645,032 (99.9996%)	3,000 (0.0004%)
10.	To approve, confirm and ratify the terms of appointment of Mr. Wan Chi Keung, Aaron <i>BBS JP</i>	671,305,032 (99.9489%)	343,000 (0.0511%)
11.	To approve the extension of the general mandate to be granted to the board of directors of the Company to allot, issue and deal with the Company's shares by an amount not exceeding the amount of the Company's shares repurchased by the Company, in terms as set out as ordinary resolution number 11 in the Notice.	664,602,032 (98.9509%)	7,046,000 (1.0491%)
As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.			

As at the date of the AGM, the issued share capital of the Company was 825,000,000 Shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. There were no restrictions on any shareholder casting votes on any of the proposed resolutions at the AGM.

By order of the Board
Lee & Man Holding Limited
Wai Siu Kee
Chairman

Hong Kong, 9 May 2011

As at the date of this notice, the board of directors of the Company comprises 4 executive directors, namely, Ms. Wai Siu Kee, Ms. Poon Lai Ming, Mr. Lee Man Yan and Mr. Kung Phong, and 3 independent non-executive directors, namely, Mr. Wan Chi Keung, Aaron BBS JP, Mr. Wong Kai Tung, Tony and Mr. Heng Victor Ja Wei.

** For identification purposes only*