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# China Railway Logistics Limited

## 中國鐵路貨運有限公司\*

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8089)**

### **POLL RESULTS OF SPECIAL GENERAL MEETING HELD ON 9 JANUARY 2012**

#### **AND**

### **LAPSE OF ACQUISITION OF PROPERTY**

The Board announces that all the proposed resolutions as set out in the SGM Notice were not approved by the Shareholders at the SGM held on 9 January 2012 by way of poll.

As the proposed resolutions were not approved by the Shareholders at the SGM, the Formal Agreement will not become unconditional and the Acquisition will not proceed based on the conditions of the Acquisition as set out in the Circular.

Reference is made to the announcements dated 11 November 2011 and 2 December 2011 and the circular dated 20 December 2011 (the “Circular”) of China Railway Logistics Limited (the “Company”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

#### **Poll Results of the SGM held on 9 January 2012**

The Board announces that all the proposed resolutions as set out in the notice of the SGM dated 20 December 2011 (the “SGM Notice”) were not passed by the Shareholders at the SGM held on 9 January 2012 by way of poll. The Company’s branch share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking. The poll results of the SGM were as follows:

<b>Ordinary resolutions proposed at the SGM</b>	<b>Number of votes cast and approximate percentage of total number of votes cast</b>		<b>Total number of votes cast</b>
	<b>For</b>	<b>Against</b>	
To ratify, confirm and approve the Acquisition (as defined in the SGM Notice) and the transactions contemplated thereunder and to authorise any one director of the Company to do all such acts and things and execute all such documents necessary to give effect to the Acquisition and the transactions contemplated thereunder.	10,000 (0.0054%)	184,466,000 (99.9946%)	184,476,000

As more than 50% of the votes were cast against the proposed resolutions, the proposed resolutions were not passed as the ordinary resolutions of the Company.

As at the date of the SGM, the total number of issued ordinary shares of the Company was 675,814,000 shares, the holders of which were entitled to attend and vote for or against the resolutions. There was no share of the Company entitling the holder thereof to attend and vote only against the resolutions at the SGM.

### **Lapse of Acquisition of the Property**

As the proposed resolutions were not approved by the Shareholders at the SGM, the Formal Agreement will not become unconditional and the Acquisition will not proceed based on the conditions of the Acquisition as set out in the Circular.

Although the Acquisition will not proceed, the Board considers that there is no material adverse impact on the financial position and operations of the Group. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board  
**China Railway Logistics Limited**  
**Chan Shui Sheung Ivy**  
*Executive Director*

Hong Kong, 9 January 2012

*As at the date hereof, the Company's executive directors are Ms. Yeung Sau Han Agnes and Ms. Chan Shui Sheung Ivy; and the Company's independent non-executive directors are Ms. Yuen Wai Man, Mr. Lam Ka Wai Graham and Mr. Wang Chin Mong.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days and the Company website at [www.chinarailwaylogistics.com](http://www.chinarailwaylogistics.com) from the date of this announcement.*

*\* For identification purpose only*