



## **REGENT PACIFIC GROUP LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 0575)**

### **POLL RESULTS AT EXTRAORDINARY GENERAL MEETING**

All ordinary resolutions proposed at the Extraordinary General Meeting, as set out in the EGM Notice, have been duly passed by way of poll. The poll results are set out in detail in this announcement.

The directors (the “**Directors**” or the “**Board**”) of Regent Pacific Group Limited (the “**Company**”) are pleased to announce that all ordinary resolutions proposed at the Company’s extraordinary general meeting held on Friday, 16 June 2006 (the “**Extraordinary General Meeting**” or the “**Meeting**”), as set out in the notice of the Meeting dated 25 May 2006 (the “**EGM Notice**”), have been duly passed.

The chairman of the Meeting demanded a poll on all ordinary resolutions proposed at the Extraordinary General Meeting, which were duly passed by the following votes:

Ordinary Resolutions		Number of votes (approximate % of total votes cast at the Meeting)			
		For		Against	
(1)	To authorise the Company to issue an aggregate of 375,895,523 ordinary shares upon conversion of the Tranche B Convertible Bonds (as defined in the circular issued by the Company on 25 May 2006 (the “Circular”)), or such number of shares resulting from any sub-division, consolidation or re-classification of the Tranche B Shares (as defined in the Circular) and to grant to the Directors a specific mandate to issue, allot and otherwise deal with such number of shares	777,586,045	(98.33%)	13,241,000	(1.67%)
(2)	To approve the grant of an option under the Company’s Share Option Scheme (2002) (the “Share Option Scheme (2002)”) to Jamie Gibson for him to subscribe for 45.6 million shares at the subscription price of HK\$0.30 per share	695,018,105	(98.13%)	13,241,000	(1.87%)
(3)	To approve the grant of an option under the Share Option Scheme (2002) to Kaiqiang Fan for him to subscribe for 20 million shares at the subscription price of HK\$0.30 per share	695,018,105	(98.13%)	13,241,000	(1.87%)
(4)	To refresh and renew the scheme mandate limit of the Share Option Scheme (2002)	695,018,105	(98.13%)	13,241,000	(1.87%)
(5)	To appoint Grant Thornton as the auditors of the Company in place of the resigning auditors, PricewaterhouseCoopers	777,586,045	(98.33%)	13,241,000	(1.67%)

As at the date of the Meeting, the Company’s total issued voting share capital consists of 1,465,381,324 ordinary shares. Under Rule 17.03(4) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, Jamie Gibson and Kaiqiang Fan, and their respective associates, were required to abstain from voting on the resolutions with respect to the grant of options to them. However, both Jamie Gibson and Kaiqiang Fan confirmed to the Directors that they and their associates currently do not hold any shares in the Company. Accordingly, all issued shares entitle their holders to attend and vote at the Meeting. There were no restrictions on any shareholders to abstain from voting in respect of any of the proposed resolutions at the Meeting or to cast their votes either only in favour of or only against any of the proposed resolutions.

Tengis Limited, the Company's Branch Share Registrars in Hong Kong, was appointed as the scrutineers in respect of the poll at the Meeting.

On Behalf of the Board of  
**Regent Pacific Group Limited**

**Jamie Gibson**  
*Director*

**Directors of the Company:**

James Mellon (*Chairman*)\*

Jamie Gibson (*Chief Executive Officer*)

Clara Cheung

David Comba<sup>#</sup>

Julie Oates<sup>#</sup>

Patrick Reid<sup>#</sup>

Mark Searle<sup>#</sup>

Jayne Sutcliffe\*

Anderson Whamond\*

\* *Non-Executive Directors*

<sup>#</sup> *Independent Non-Executive Directors*

Hong Kong, 16 June 2006

Please also refer to the published version of this announcement in The Standard.