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Paul Y. Engineering Group Limited

保華建業集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 577)

POLL RESULTS OF THE SPECIAL GENERAL MEETING

Reference is made to the announcement of Paul Y. Engineering Group Limited (“PYE”) and PYI Corporation Limited dated 21 August 2011 and the circular of PYE dated 24 October 2011 (the “Circular”) in relation to the Transactions. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “Board”) of PYE is pleased to announce that the resolutions as set out in the notice of the PYE SGM were duly passed by way of poll at the PYE SGM held on 15 November 2011. The poll results were as follows:

Ordinary Resolution		Number of votes (%)	
		For	Against
1.	To approve the Distribution in Specie of 49% of Paul Y. Engineering (BVI) Limited, a private company incorporated in the British Virgin Islands and a wholly-owned subsidiary of PYE	39,626,979 (100%)	0 (0%)
Special Resolution			
2.	To approve that the nominal value of each issued share of PYE be reduced from HK\$0.50 to HK\$0.20 and the sub-division of each unissued PYE share of HK\$0.50 to HK\$0.20	415,453,296 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
3.	To approve the Joint Venture Agreements and the transactions contemplated thereunder	415,453,296 (100%)	0 (0%)
4.	To authorise the Capital Increase, and approve the Placing Agreement and the Subscription Agreement and the Specific Mandate to allot new shares of HK\$0.20 pursuant to the Placing Agreement, the Subscription Agreement and pursuant to the Put Right contained in the Legendary East Shareholders' Agreement	415,453,296 (100%)	0 (0%)
5.	To approve the Cash Dividend of HK\$0.25 per share and arrangements for the Scrip Alternative in lieu of the Cash Dividend	415,453,296 (100%)	0 (0%)
6.	To elect Mr. Wu King Shiu, Kelvin and Mr. Chang Tat Joel as executive directors of PYE and to fix directors' remuneration	415,053,296 (99.90%)	400,000 (0.10%)

Note: This summary of the resolutions is for reference only. Please refer to the full text of the resolutions as set out in the notice of the PYE SGM dated 24 October 2011.

As at the date of the PYE SGM, PYE had a total of 606,954,322.8 Shares in issue, which represented the total number of Shares entitling the holders to attend and vote for or against resolutions nos. 2 to 6 at the PYE SGM.

As stated in the Circular, PYI Corporation Limited and its associates holding a total of 375,826,317 Shares (representing approximately 61.92% of PYE's issued share capital) abstained from voting in respect of resolution no. 1 at the PYE SGM. Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against resolution no. 1 at the PYE SGM was 231,128,005.8 Shares (representing approximately 38.08% of PYE's issued share capital). There was no Shareholder who was entitled to attend and vote only against any of the resolutions at the PYE SGM.

Tricor Standard Limited, the Company's share registrar in Hong Kong, acted as scrutineers for vote-taking at the PYE SGM.

Notwithstanding the passing of all necessary shareholders' approvals on the part of PYE, there is no assurance that the Transactions will complete. According to the proposed timetable set out in the Circular, the first day for dealing in the New Shares ex-entitlement to the Distribution in Specie, the Cash Alternative and the Cash Dividend will be on 22 November 2011; the Record Date for which is scheduled on 25 November 2011. However, Shareholders and potential investors should note that the New Shares will most probably be traded on the ex-entitlement basis before the Placing Agreements are completed. Under the terms of the Placing Agreements, the long stop date for the completion of the Placing is 31 December 2011. If owing to volatile market conditions or for any other reason, the Placing of 3,100 million Placing Shares at the fixed Placing Price of HK\$0.65 per Placing Share cannot be achieved, the Distribution in Specie, with the Cash Alternative, and the Cash Dividend will not be made. In that case, PYE will remain in its present form and, other things being equal, is likely to trade on the same basis as it did before the Transactions Announcement. Accordingly, Shareholders and potential investors should exercise caution when dealing in the Shares/New Shares.

As completion of the various Transactions is, in each case, subject to the fulfilment of a number of condition precedent and effectively all inter-conditional, apart from the Distribution in Specie, the various Transactions may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the Shares/New Shares.

By Order of the Board of
Paul Y. Engineering Group Limited
Mui Ching Hung, Joanna
Company Secretary

Hong Kong, 15 November 2011

As at the date of this announcement, the directors of the Company are as follows:

Ir James Chiu, <i>OBE, JP</i>	:	Chairman (Independent Non-Executive Director)
Mr. Lau Ko Yuen, Tom	:	Deputy Chairman (Non-Executive Director)
Mr. Chan Fut Yan	:	Deputy Chairman (Executive Director)
Ir Dr Wong Kam Cheong, Stanley	:	Executive Director & Chief Executive Officer
Professor Lee Chack Fan, <i>SBS, JP</i>	:	Independent Non-executive Director
Mr. Iain Ferguson Bruce	:	Independent Non-executive Director

* *For identification purposes only*