



CHINA ELECTRONICS CORPORATION HOLDINGS COMPANY LIMITED

中國電子集團控股有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 00085)

**RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 21 JULY 2008**

The Board is pleased to announce that at the SGM held on 21 July 2008, the ordinary resolutions approving the China Hua Da Agreement, the Beijing Shoufa Xinan Agreement and the Other Vendors Agreement and the allotment and issue of the China Hua Da Consideration Shares to China Hua Da, the Beijing Shoufa Xinan Consideration Shares to Beijing Shoufa Xinan and the Other Vendors Consideration Shares to the Other Vendors, as well as the continuing connected transactions contemplated under the Hua Da Business Services Agreement and the related proposed annual caps, were duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) dated 30 June 2008 of the Company containing information relating to the China Hua Da Agreement, the Beijing Shoufa Xinan Agreement and the Other Vendors Agreement, as well as the continuing connected transactions contemplated under the Hua Da Business Services Agreement and the related proposed annual caps. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise stated.

RESULTS OF THE SGM

As set out in the notice convening the SGM dated 30 June 2008, the ordinary resolutions approving the China Hua Da Agreement, the Beijing Shoufa Xinan Agreement and the Other Vendors Agreement and the allotment and issue of the China Hua Da Consideration Shares to China Hua Da, the Beijing Shoufa Xinan Consideration Shares to Beijing Shoufa Xinan and the Other Vendors Consideration Shares to the Other Vendors, as well as the continuing connected transactions contemplated under the Hua Da Business Services Agreement and the related proposed annual caps, were proposed at the SGM.

The ordinary resolutions were voted by way of poll. The Company's branch share registrar in Hong Kong, Tricor Abacus Limited, was appointed as scrutineer for the vote-taking of such resolutions at the SGM.

As stated in the Circular, CEC, the ultimate controlling Shareholder holding 812,500,000 Shares (representing approximately 74.98% of the issued Shares of the Company) as at the date of the SGM, and its associates have abstained from voting on the ordinary resolutions proposed at the SGM.

As at the date of the SGM, there were a total number of 1,083,560,000 Shares in issue. Independent Shareholders holding 271,060,000 Shares were entitled to attend and vote for or against the ordinary resolutions proposed at the SGM. There were no Shares entitling the holder to attend and vote only against the ordinary resolutions at the SGM.

The poll results of the ordinary resolutions proposed at the SGM are as follows:

Ordinary Resolutions	Number of Shares (%)	
	For	Against
To approve the China Hua Da Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the China Hua Da Consideration Shares to China Hua Da	69,984,608 (100%)	0 (0%)
To approve the Beijing Shoufa Xinan Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Beijing Shoufa Xinan Consideration Shares to Beijing Shoufa Xinan	69,984,608 (100%)	0 (0%)
To approve the Other Vendors Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Other Vendors Consideration Shares to the Other Vendors	69,984,608 (100%)	0 (0%)
To approve the Hua Da Business Services Agreement and the related proposed annual caps	69,984,608 (100%)	0 (0%)

Accordingly, the ordinary resolutions approving the China Hua Da Agreement, the Beijing Shoufa Xinan Agreement and the Other Vendors Agreement and the allotment and issue of the China Hua Da Consideration Shares to China Hua Da, the Beijing Shoufa Xinan Consideration Shares to Beijing Shoufa Xinan and the Other Vendors Consideration Shares to the Other Vendors, as well as the continuing connected transactions contemplated under the Hua Da Business Service Agreement and the related proposed annual caps, were duly passed by the Independent Shareholders by way of poll at the SGM.

By order of the Board
China Electronics Corporation Holdings Company Limited
Fan Qingwu
Managing Director

Hong Kong, 21 July 2008

As at the date of this announcement, the Board comprises two Non-executive Directors, namely Xiong Qunli (Chairman) and Tong Baoan (Vice Chairman), two Executive Directors, namely Fan Qingwu (Managing Director) and Hua Longxing, and three Independent Non-executive Directors, namely Chan Kay Cheung, Wong Po Yan and Yin Yongli.

* *For identification purpose only*