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## SHENZHEN HIGH-TECH HOLDINGS LIMITED

深圳科技控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock code: 106)

### VERY SUBSTANTIAL DISPOSAL POLL RESULTS OF SPECIAL GENERAL MEETING

Reference is hereby made to the notice of the special general meeting (the "SGM Notice") and the circular (the "Circular") both dated 30th June 2006 and issued by Shenzhen High-Tech Holdings Limited (the "Company") in relation to a very substantial disposal. Terms used in this announcement shall have the same meanings as defined in the Circular unless the context requires otherwise.

#### Poll Results of the SGM

At the SGM held at Units 1904-1906, 19th Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong on Wednesday, 26th July 2006 at 10:00 a.m., poll voting was demanded by the Chairman for voting on the proposed resolutions (the "Resolutions") as set out in the SGM Notice. The Board is pleased to announce that all Resolutions were approved by the Shareholders and that the poll results in respect of the Resolutions are as follows:

| Resolutions  | Number of Votes (%)     |           | Total Votes   |
|--|-------------------------|-----------|---------------|
|  | For                     | Against   |               |
| THAT the equity transfer agreement dated 29th May, 2006 entered into between China Dawning Information Industry Group Limited, Dawning Information Industry (Shenzhen) Limited and Shenke High-Tech Industrial (Shenzhen) Limited (all being wholly owned subsidiaries of Shenzhen High-Tech Holdings Limited (the "Company")) as vendors and Tianjin Dawning Computer Industry Limited as purchaser (the "Equity Transfer Agreement") and the sale of 100% of the registered capital of Beijing Dawning Tianyan Information Technology Company Limited currently held by Dawning Information Industry (Shenzhen) Limited and Shenke High-Tech Industrial (Shenzhen) Limited (Beijing Dawning Tianyan Information Technology Company Limited in turn holds 50% of the registered capital of Dawning Information Industry (Beijing) Limited and 62.5% of the registered capital of Beijing Dawning Novotech Co., Ltd.) and 50% of the registered capital of Dawning Information Industry (Beijing) Limited currently held by China Dawning Information Industry Group Limited and other transactions contemplated in the Equity Transfer Agreement (the "Disposal") be and are hereby approved, confirmed and ratified. | 8,239,962,052<br>(100%) | 0<br>(0%) | 8,239,962,052 |
| THAT any one director of the Company be and is authorized on behalf of the Company to do such acts or execute such other documents by hand or, in the case of execution of documents under seal, to do so jointly with either the secretary or a second director of the Company or a person appointed by the board of directors of the Company, which in his or their opinion may be necessary, desirable or expedient to carry out or to give effect to the Disposal pursuant to the Equity Transfer Agreement.   | 8,239,962,052<br>(100%) | 0<br>(0%) | 8,239,962,052 |

As more than half of the votes were cast in favour of the Resolutions, the Resolutions were duly passed as ordinary resolutions. Shareholders may refer to the SGM Notice for details of the Resolutions.

The total number of shares in issue as at the date of the SGM are 17,223,310,755 shares of HKD 0.01 each. 北京市曙光計算機公司 (Beijing Dawning Computer Company), which is a shareholder of both Tianjin Dawning Company and the Company (holding 224,234,998 shares, representing about 1.30% of the total issued capital of the Company) and its associates were required to abstain from voting in respect of the Resolutions. On such basis, the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions at the SGM is 16,999,075,757 shares. The total number of shares entitling the Shareholders to attend and vote only against the Resolutions at the SGM is nil.

Standard Registrars Limited, the branch share registrars of the Company has acted as the scrutineer and based on the completed poll voting forms collected by the Company, performed calculation to obtain the above-mentioned poll voting results.

By order of the Board  
Shenzhen High-Tech Holdings Limited  
Wong Chung Tak  
Chairman

Hong Kong, 26th July 2006

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Wong Chung Tak, Mr. Deng Wenyun and Mr. Tse Kam Fai, one non-executive director, namely Mr. Wong Ngo, Derick and three independent non-executive directors, namely Mr. Lee Kuo Ching, Stewart, Mr. Liu Sing Piu, Chris and Miss Chong Kally.