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**維奧集團控股有限公司**  
**Vital Group Holdings Limited**

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

**(Stock Code: 1164)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 8 JUNE 2011**

The board of directors (“**Board**”) of Vital Group Holdings Limited (“**Company**”) is pleased to announce that at the EGM held on 8 June 2011, all the ordinary resolutions set out in the notice of the EGM were duly passed by way of poll.

Reference is made to the circular of the Company dated 23 May 2011 (“**Circular**”) in relation to, among other matters, (1) the Subscription Agreement in relation to (A) proposed subscription of shares in Vital Group Holdings Limited; and (B) proposed subscription of convertible bonds issued by Vital Group Holdings Limited; and (2) the application for the granting of the Whitewash Waiver. Terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise herein.

The Board is pleased to announce that resolution number 1 set out in the notice of the EGM dated 23 May 2011 was duly passed by the Shareholders and resolution number 2 was duly passed by the Independent Shareholders, by way of poll at the EGM held on 8 June 2011.

The poll results in respect of the ordinary resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes (approximate %)	
		For	Against
1	To confirm, approve and ratify the Subscription Agreement and the transactions contemplated thereunder, including the allotment and issue of the Subscription Shares and the Conversion Shares upon exercise of the conversion rights attaching to the Convertible Bonds.	714,743,154 (99.7955%)	1,465,000 (0.2045%)
2	To approve the Whitewash Waiver.	156,444,166 (99.0723%)	1,465,000 (0.9277%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, all of the resolutions set out above were duly passed as ordinary resolutions of the Company respectively.

The Hong Kong branch share registrar of the Company, Union Registrars Limited, was appointed as the scrutineer for the vote-taking at the EGM.

As at the date of the EGM, the total number of issued share capital of the Company entitling the Shareholders to attend and vote for or against the relevant resolutions at the EGM was 1,630,586,993 Shares. As stated in the Circular, Perfect Develop Holding Inc., its parties acting in concert and its associates have abstained from voting on the resolution approving the Whitewash Waiver. As at the date of this announcement, Perfect Develop Holding Inc., its parties acting in concert and its associates together hold 559,298,988 Shares. The total number of Shares held by the Independent Shareholders who were entitled to attend and vote for or against the resolution approving the Whitewash Waiver was 1,071,288,005 Shares.

Upon closing of the Share Subscription, China Uranium Development Company Limited and its parties acting in concert will be interested in 1,670,000,000 Shares, representing approximately 50.60% of the entire issued share capital of the Company as enlarged by the Subscription Shares (assuming that the conversion rights attached to the Convertible Bonds have not been exercised). Upon closing of the Share Subscription and the CB Subscription (assuming that the conversion rights attached to the Convertible Bonds have been exercised in full), China Uranium Development Company Limited and its parties acting in concert will be interested in 4,278,695,652 Shares, representing approximately 72.41% of the entire issued share capital of the Company as enlarged by the Subscription Shares and Conversion Shares.

By order of the board of  
**Vital Group Holdings Limited**  
**Cheung Hin Kiu**  
*Company Secretary*

Hong Kong, 8 June 2011

*As at the date of this announcement, the Board comprises six executive Directors: Mr. Xu Xiaofan, Mr. Chen Zhiyu, Madam Guo Lin, Mr. Huang Zemin, Mr. Li Ke and Mr. Liu James Jin, and three independent non-executive Directors: Mr. Lee Kwong Yiu, Mr. Lui Tin Nang and Mr. Chong Cha Hwa.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any such statement contained in this announcement misleading.*