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維奧醫藥控股有限公司
Vital Pharmaceutical Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 01164)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 2 JUNE 2010

The board of directors (“**Board**”) of Vital Pharmaceutical Holdings Limited (“**Company**”) is pleased to announce that at the AGM held on 2 June 2010, all the proposed ordinary and special resolutions set out in the notice of the AGM were duly passed by way of poll.

Reference is made to the circular of the Company dated 27 April 2010 (“**Circular**”) in relation to, among other matters, proposals for general mandates to issue and repurchase Shares and re-election of Directors. 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 all the resolutions (“**Resolutions**”) set out in the notice of the AGM dated 27 April 2010 were duly passed by the Shareholders by way of poll at the Annual General Meeting held on 2 June 2010.

The poll results in respect of the Resolutions were as follows:

RESOLUTIONS		Number of votes (approximate %)	
		For	Against
ORDINARY RESOLUTIONS			
1	To consider and adopt the audited consolidated financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2009.	586,505,254 (100%)	0 (0%)
2	(a) To re-elect Mr. Chen Zhiyu as an executive director of the Company;	570,805,254 (97.3231%)	15,700,000 (2.6769%)
	(b) To re-elect Mr. Huang Zemin as an executive director of the Company;	570,805,254 (97.3231%)	15,700,000 (2.6769%)
	(c) To re-elect Mr. Li Ke as an executive director of the Company;	570,805,254 (97.3231%)	15,700,000 (2.6769%)

RESOLUTIONS		Number of votes (approximate %)	
		For	Against
ORDINARY RESOLUTIONS			
	(d) To re-elect Ms. Guo Lin as an executive director of the Company;	570,805,254 (97.3231%)	15,700,000 (2.6769%)
	(e) To re-elect Mr. Lui Tin Nang as an independent non-executive director of the Company;	570,335,254 (97.243%)	16,170,000 (2.757%)
	(f) To re-elect Mr. Chong Cha Hwa as an independent non-executive director of the Company; and	586,505,254 (100%)	0 (0%)
	(g) To authorise the Board of Directors to fix the remuneration of the directors.	586,505,254 (100%)	0 (0%)
3	To re-appoint Messrs. SHINEWING (HK) CPA Limited as auditors and to authorise the Board of Directors to fix their remuneration.	586,505,254 (100%)	0 (0%)
4	To consider and approve the general unconditional mandate to the Board of Directors for the issue of additional new shares up to 20% of the issued share capital of the Company as at the date of this resolution.	585,935,254 (99.9028%)	570,000 (0.0972%)
5	To consider and approve the general unconditional mandate to the Board of Directors for repurchase of shares up to 10% of the issued share capital of the Company as at the date of this resolution.	586,505,254 (100%)	0 (0%)
6	To authorize the Board of Directors to allot, issue or otherwise deal with additional shares equal to the number of shares repurchased.	586,035,254 (99.9199%)	470,000 (0.0801%)
7	(a) To consider and approve the Share Option Scheme, and authorize the Board of Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Share Option Scheme; and	585,935,254 (99.9199%)	470,000 (0.0801%)
	(b) To consider and approve the termination of the existing share option scheme of the Company and its subsidiaries which was adopted by the shareholders at the extraordinary general meeting of the Company on 23 July 2003.	586,035,254 (99.9199%)	470,000 (0.0801%)
SPECIAL RESOLUTION			
8	To approve the change of Company name to “Vital Group Holdings Limited 維奧集團控股有限公司” and authorize the Board of Directors to do all such acts, execute all such documents and deeds as they may in their discretion consider necessary or desirable to carry out the foregoing into effect.	586,505,254 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions and more than 75% of the votes were cast in favour of the special resolution, all of the resolutions set out above were duly passed as ordinary and special 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 AGM.

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM was 1,551,056,993 Shares, representing the entire issued share capital of the Company as at the date of the AGM. There were no restriction on any shareholders of the Company to cast votes on any of the resolutions proposed at the AGM, and there were no shares entitling the holder to attend and vote only for or against the resolutions proposed at the AGM.

By order of the board of
Vital Pharmaceutical Holdings Limited
Leung Wai Pong
Company Secretary

Hong Kong, 2 June 2010

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.