



# WING ON TRAVEL (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1189)

## RESULTS OF THE SPECIAL GENERAL MEETING

The Board announces that the Resolution approving the Subscription Agreements, the issue of the Notes, the issue of the Conversion Shares and all matters contemplated under the Subscription Agreements was duly passed at the SGM held on 8 May 2006.

Reference is made to the announcement of Wing On Travel (Holdings) Limited (the "Company") dated 27 March 2006 and the circular of the Company dated 21 April 2006 in relation to, among other things, the entering into of a total of eight Subscription Agreements in connection with the subscription by the Subscribers of the Notes (the "Circular"). Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless otherwise defined.

### RESULTS OF THE SPECIAL GENERAL MEETING

The Board is pleased to announce that the ordinary resolution (the "Resolution") as set out in the notice of SGM dated 20 April 2006 to approve the Subscription Agreements, the issue of the Notes, the issue of the Conversion Shares and all matters contemplated under the Subscription Agreements was duly passed by the Independent Shareholders at SGM held on 8 May 2006.

As at the date of the SGM, there was a total of 612,586,108 Shares in issue, of which 121,386,481 Shares (approximately 19.81% of the total issued share capital of the Company) were held by CEL and its associates. As stated in the Circular, CEL and its associates were required to abstain from voting on the Resolution to approve the Subscription Agreements, the issue of the Notes, the issue of the Conversion Shares and all matters contemplated under the Subscription Agreements at the SGM. No Shareholder was entitled to attend and vote only against the Resolution at the SGM.

Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against the Resolution was 491,199,627 Shares (approximately 80.19% of the total issued share capital of the Company as at the date of the SGM). The Board confirmed that CEL and its associates had abstained from voting on the Resolution at the SGM. Set out below is the results of voting at the SGM, which was conducted by way of a poll:

Ordinary resolution	Number of Shares (Approximate %)	
	For	Against
To approve the Subscription Agreements, the issue of the Notes, the issue of the Conversion Shares and all matters contemplated under the Subscription Agreements	174,038,300 (99.99%)	2,000 (0.01%)

The Resolution was duly passed by way of a poll at the SGM. Secretaries Limited, the Hong Kong branch share registrars of the Company, acted as the scrutineer for the vote-taking at the SGM.

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

#### *Executive Directors:*

Mr. Yu Kam Kee, Lawrence

*B.B.S., M.B.E., J.P. (Chairman)*

Mr. Cheung Hon Kit (*Managing Director*)

Dr. Yap, Allan

Mr. Chan Pak Cheung, Natalis

Mr. Lui Siu Tsuen, Richard

#### *Independent Non-Executive Directors:*

Mr. Kwok Ka Lap, Alva

Mr. Sin Chi Fai

Mr. Wong King Lam, Joseph

By Order of the Board  
**Wing On Travel (Holdings) Limited**  
**Lui Siu Tsuen, Richard**  
*Executive Director*