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康師傅控股有限公司 *

TINGYI (CAYMAN ISLANDS) HOLDING CORP.

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0322)

**VOTING RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 9 JUNE 2010
AND APPOINTMENT OF A NEW INDEPENDENT NON-EXECUTIVE DIRECTOR
AND AUDIT COMMITTEE MEMBER**

VOTING RESULTS OF THE AGM

The Board is pleased to announce that all resolutions proposed at the AGM were duly passed by the Shareholders by way of poll at the AGM held on 9 June, 2010.

The Board is also pleased to announce that with effect from 9 June 2010, Mr. Michihiko Ota has been appointed as an independent non-executive director of the Company.

The board ("Board") of directors ("Directors") of Tingyi (Cayman Islands) Holding Corp. (the "Company") is pleased to announce that at the annual general meeting (the "AGM") held on 9 June 2010, all the resolutions set out in the Notice of AGM dated 4 May 2010 were duly passed by the shareholders of the Company (the "Shareholders") as ordinary resolutions by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 5,586,793,360 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. No shareholder of the Company was entitled to attend and vote only against the resolutions proposed at the AGM. None of the shareholders of the Company have stated their intention in the Company's circular dated 4 May 2010 to abstain from voting for or voting against any of the resolutions at the AGM.

The poll results of all the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES CAST (PERCENTAGE OF TOTAL NUMBER OF VOTES CAST)			TOTAL NUMBER OF VOTES CAST
		FOR	AGAINST	ABSTAIN	
1.	To receive and consider the audited accounts and the reports of the directors and auditors for the year ended 31 December 2009	4,484,777,687 (99.33%)	5,000 (0%)	30,402,500 (0.67%)	4,484,782,687
2.	To declare the payment of a final dividend for the year ended 31 December 2009	4,515,180,187 (100%)	5,000 (0%)	---- (0%)	4,515,185,187
3.	(1) To re-elect Mr. Takeshi Ida as a director and authorise the directors to fix his remuneration.	4,452,644,348 (98.61%)	62,540,839 (1.39%)	---- (0%)	4,515,185,187
	To re-elect Mr. Wei Ying-Chiao as a director and authorise the directors to fix his remuneration.	4,452,514,348 (98.61%)	62,670,839 (1.39%)	---- (0%)	4,515,185,187
	To re-elect Mr. Lee Tiong-Hock as a director and authorise the directors to fix his remuneration.	4,441,786,459 (98.37%)	73,385,728 (1.63%)	13,000 (0%)	4,515,172,187
	(2) To appoint Mr. Michihiko Ota as a director and authorise the directors to fix his remuneration.	4,514,862,187 (99.99%)	323,000 (0.0072%)	---- (0%)	4,515,185,187
4.	To re-appoint auditors of the Company and authorise the directors to fix their remuneration.	4,492,694,769 (99.50%)	18,583,928 (0.41%)	3,906,490 (0.09%)	4,511,278,697
5.	To consider and approve the general mandate for issue of shares.	4,166,179,297 (92.27%)	349,005,890 (7.73%)	---- (0%)	4,515,185,187
6.	To consider and approve the general mandate to repurchase shares in the capital of the Company.	4,515,122,187 (100%)	63,000 (0%)	---- (0%)	4,515,185,187
7.	To consider and approve that the aggregate nominal amount of shares which are repurchased by the Company shall be added to the aggregate nominal amount of the shares which may be allotted pursuant to the general mandate for issue of shares.	4,166,197,297 (92.27%)	348,959,890 (7.73%)	28,000 (0.0006%)	4,515,157,187

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

The Company's auditor, Mazars CPA Limited, was appointed the scrutineer for vote-taking at the AGM

APPOINTMENT OF A NEW INDEPENDENT NON-EXECUTIVE DIRECTOR AND AUDIT COMMITTEE MEMBER

The Board is pleased to announce that with effect from 9 June 2010, Mr. Michihiko Ota has been appointed as an independent non-executive director and audit committee member of the Company.

Mr. Michihiko Ota, aged 57. He is the Senior Managing Executive Officer, Member of the Board of Marubeni Corporation, and Advisor to the President for Living Essentials Group. After graduating from the Hitotsubashi University in 1975, he joined Marubeni Corporation and worked for over 35 years. He has been in charge of Transportation & Industrial Machinery Division and Lifestyle Division.

Mr. Ota has not entered into a service agreement with the Company and with no fixed term of his service subject to the requirements in the Articles of Association of the Company. The emoluments payable to Mr. Ota is subject to review by the Board each year. The emolument of Mr. Ota are determined by reference to his duties and responsibilities within the Company and its subsidiaries.

Mr. Ota does not have, and is not deemed to have, any interests or short positions in any Shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Ota is not connected with any other directors, senior management, substantial or controlling shareholders of the Company. Mr. Ota has not held directorship or major appointment in any other listed public companies in the past three years.

In addition, there is no information which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules"), and there is no any other matters that need to be brought to the attention of Shareholders.

Following Mr. Ota's appointment, the Company has three independent non-executive directors and three audit committee members. The Company therefore recomplies with the requirements of rules 3.10 and 3.21 of the Listing Rules.

By order of the Board
Tingyi (Cayman Islands) Holding Corp.
Ip Pui Sum
Company Secretary

Tianjin, the PRC, 9 June 2010

As at the date of this announcement, Executive Directors of the Company are Wei Ing-Chou, Takeshi Ida, Ryo Yoshizawa, Wei Ying-Chiao, Wu Chung-Yi and Junichiro Ida; the Independent Non-Executive Directors of the Company are Hsu Shin-Chun, Lee Tiong-Hock and Michihiko Ota.

Website: <http://www.masterkong.com.cn>
<http://www.irasia.com/listco/hk/tingyi>

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