

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

MIRAMAR GROUP
美麗華集團

MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock code: 71)

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 7 JUNE 2012 AND
(2) RETIREMENT OF NON-EXECUTIVE DIRECTOR**

POLL RESULTS OF ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of Miramar Hotel and Investment Company, Limited (the “**Company**”) announces that at the Annual General Meeting (“**AGM**”) of the Company held on 7 June 2012, a poll was demanded by the Chairman for voting on all proposed resolutions as set out in the Notice of AGM dated 24 April 2012.

The poll results are set out as follows:

Resolutions		Number of Votes (%)	
		For	Against
1	To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditors of the Company and its subsidiaries for the year ended 31 December 2011.	285,541,594 (100%)	0 (0%)
2	To declare a Final Dividend.	285,543,594 (100%)	0 (0%)
3	(a) To re-elect Dr. Timpson Chung Shui Ming as director.	285,344,294 (99.96%)	120,300 (0.04%)
	(b) To re-elect Mr. Norman Ho Hau Chong as director.	282,482,594 (98.96%)	2,981,000 (1.04%)
	(c) To re-elect Mr. Colin Lam Ko Yin as director.	285,346,594 (99.96%)	118,000 (0.04%)
	(d) To re-elect Mr. Tong Ng as director. (NOT VOTED UPON)	N/A	N/A
	(e) To re-elect Mr. Howard Yeung Ping Leung as director.	285,344,594 (99.96%)	117,000 (0.04%)
4	To re-appoint KPMG as Auditors and authorise the directors to fix their remuneration.	285,463,594 (100%)	0 (0%)

Resolutions		Number of Votes (%)	
		For	Against
5	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	282,238,294 (98.84%)	3,308,300 (1.16%)
6	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	285,394,294 (99.99%)	33,300 (0.01%)
7	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	282,209,294 (98.83%)	3,337,300 (1.17%)

As more than 50% of the votes were cast in favour of each of the above Resolutions (except resolution no. 3(d)), all such resolutions (except resolution no. 3(d)) were passed as ordinary resolutions. Resolution no. 3(d) was withdrawn and not voted upon for the reason of Mr. Tony Ng's retirement as director of the Company at the conclusion of the AGM.

RETIREMENT OF NON-EXECUTIVE DIRECTORS

The Board also announces that in accordance with the Company's Articles of Association, Mr. Tony Ng ("**Mr. Ng**"), being a non-executive director of the Company, retired from office as director by rotation at the AGM. Due to other business engagements which require more of his attention, Mr. Ng did not offer himself for re-election. Accordingly, Mr. Ng ceased to be a director of the Company immediately following his retirement from the Board at the conclusion of the AGM.

Mr. Ng has confirmed that he has no disagreement with the Board and is not aware of any matters that need to be brought to the attention of the shareholders of the Company in relation to his retirement.

The Board would like to express its gratitude to Mr. Ng for his invaluable contribution to the Company.

Notes:

1. As at the date of the AGM, the number of issued shares of the Company was 577,231,252 shares, which was the total number of shares entitling the holders to attend and vote on all the resolutions at the AGM.
2. There was no shares of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("the Listing Rules").

3. No shareholders of the Company were required under the Listing Rules to abstain from voting at the AGM.
4. No parties have indicated in the circular that they intend to vote against or to abstain from voting on any resolutions at the AGM.
5. Computershare Hong Kong Investor Services Limited, the Company's share registrar, was appointed to act as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Chu Kwok Sun
Corporate Secretary

Hong Kong, 7 June 2012

As at the date of this announcement, (i) the executive directors of the Company are: Dr. Lee Shau Kee, Mr. Lee Ka Shing, Mr. Richard Tang Yat Sun, Mr. Colin Lam Ko Yin, Mr. Norman Ho Hau Chong and Mr. Eddie Lau Yum Chuen; (ii) the non-executive directors of the Company are: Dr. Patrick Fung Yuk Bun, Mr. Dominic Cheng Ka On, Mr. Howard Yeung Ping Leung, Mr. Thomas Liang Cheung Biu and Mr. Alexander Au Siu Kee; (iii) the independent non-executive directors of the Company are: Dr. David Sin Wai Kin, Mr. Wu King Cheong and Dr. Timpson Chung Shui Ming.