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**CAPINFO COMPANY LIMITED\***

**首都信息發展股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1075)**

**RESULTS OF ANNUAL GENERAL MEETING  
CHANGES OF DIRECTORS, SUPERVISORS  
AND MEMBERS OF BOARD COMMITTEES**

The Board is pleased to announce that at the AGM held on 19 June 2012, the ordinary resolutions as stated in the notice of the AGM dated 3 May 2012 were duly passed by the Shareholders of the Company by way of poll.

The Board further announces that Ms. Li Zhi (non-executive Director), Dr. Qi Qigong (non-executive Director), Dr. Wang Huacheng (independent non-executive Director) and Ms. Liu Jian (Supervisor representing the Shareholders) retired at the AGM. The other existing Directors and Supervisor representing the Shareholders were re-elected as Directors of the fifth session of the Board and the Supervisor of the fifth session of the Supervisory Committee respectively. Besides, Mr. Lu Lei, Ms. Hu Sha and Ms. Zhou Liye were appointed as new Directors and Mr. Di Guojun was appointed as new Supervisor representing the Shareholders at the AGM. Furthermore, Ms. Zhou Liye and Mr. Zeng Xianggao were appointed as the Chairman and a member of Audit Committee respectively and Ms. Zhang Kaihua was appointed as a member of Strategic Committee with effect from 19 June 2012.

Reference is made to the circular (the "Circular") of Capinfo Company Limited\* (the "Company") to the Shareholders and the notice of the AGM (the "Notice") dated 3 May 2012. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

## RESULTS OF AGM

The Board is pleased to announce that the results of the ordinary resolutions in respect of a poll taken at the AGM were as follows:

Ordinary resolutions		Number of votes (approximate % of total votes cast at the AGM)	
		For	Against
1.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the directors' and independent auditor's reports for the year ended 31 December 2011	2,123,617,691 (100%)	0 (0%)
2.	To consider and approve the supervisors' report of the Company for the year 2011	2,123,617,691 (100%)	0 (0%)
3.	To consider and approve the independent directors' report of the Company for the year 2011	2,123,617,691 (100%)	0 (0%)
4.	To consider and approve the re-appointment of Deloitte Touche Tohmatsu as auditor and to authorize the board of directors of the Company to fix their remuneration	2,123,617,691 (100%)	0 (0%)
5.	To declare the final dividend of HK1.48 cents (i.e. RMB1.20 cents) per share for the year ended 31 December 2011	2,123,617,691 (100%)	0 (0%)
6.	To consider and approve the election of directors of the Company, including:		
	(1) To elect Dr. Wang Xu as executive director of the fifth session of the board of directors of the Company	2,123,588,091 (99.9986%)	29,600 (0.0014%)
	(2) To elect Mr. Xu Zhe as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
	(3) To elect Ms. Zhang Kaihua as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
	(4) To elect Mr. Pan Jiaren as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
	(5) To elect Mr. Shi Hongyin as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
	(6) To elect Ms. Lu Xiaobing as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)

Ordinary resolutions		Number of votes <i>(approximate % of total votes cast at the AGM)</i>	
		For	Against
(7)	To elect Mr. Lu Lei as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
(8)	To elect Ms. Hu Sha as non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
(9)	To elect Mr. Chen Jing as independent non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
(10)	To elect Mr. Zeng Xianggao as independent non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
(11)	To elect Mr. Gong Zhiqiang as independent non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
(12)	To elect Ms. Zhou Liye as independent non-executive director of the fifth session of the board of directors of the Company	2,123,617,691 (100%)	0 (0%)
7.	To authorize the board of directors to fix the remuneration of the directors	2,123,617,691 (100%)	0 (0%)
8.	To authorize the board of directors to enter into service contract or appointment letter with each of the newly elected executive directors, non-executive directors and independent non-executive directors respectively pursuant to such terms and conditions as the board of directors shall think fit and to do all such acts and things to give effect to such matters	2,123,617,691 (100%)	0 (0%)
9.	To approve the election of supervisors of the Company representing the shareholders of the Company, including:		
(1)	To elect Mr. Xiao Jun as supervisor of the fifth session of the supervisory committee of the Company	2,123,617,691 (100%)	0 (0%)
(2)	To elect Mr. Di Guojun as supervisor of the fifth session of the supervisory committee of the Company	2,123,617,691 (100%)	0 (0%)
10.	To authorize the board of directors to fix the remuneration of the supervisors	2,123,617,691 (100%)	0 (0%)

Ordinary resolutions		Number of votes <i>(approximate % of total votes cast at the AGM)</i>	
		For	Against
11.	To authorize the board of directors to enter into appointment letter with each of the newly elected supervisors representing the shareholders of the Company and the supervisor representing the staff and workers of the Company respectively pursuant to such terms and conditions as the board of directors shall think fit and to do all such acts and things to give effect to such matters	2,123,588,091 (99.9986%)	29,600 (0.0014%)

Since more than half of the votes were cast in favour of each of the above ordinary resolutions, the ordinary resolutions were all duly passed at the AGM.

As at the date of the AGM, the number of issued Shares of the Company was 2,898,086,091 Shares. The total number of issued Shares of the Company entitling the holders to attend and vote for or against all the resolutions proposed at the AGM was 2,898,086,091 Shares. There were no Shares 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") and there were no Shares requiring the holders to abstain from voting at the AGM under the Listing Rules.

The vote-taking at the AGM was scrutinized by Hong Kong Registrars Limited, the Hong Kong H Shares registrar and transfer office of the Company, in conjunction with 北京市天元律師事務所(Tian Yuan Law Firm).

#### **CHANGES OF DIRECTORS, SUPERVISORS, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF STRATEGIC COMMITTEE**

Reference is made to the announcement of the Company dated 27 April 2012 in relation to the proposed re-election and election of Directors and Supervisors.

The Board is pleased to announce that Ms. Li Zhi (non-executive Director), Dr. Qi Qigong (non-executive Director), Dr. Wang Huacheng (independent non-executive Director) and Ms. Liu Jian (Supervisor representing the Shareholders) retired at the AGM due to other work arrangements. They have confirmed that they have no disagreement with the Board and there is no other matter in relation to their retirement that needs to be brought to the attention of the Shareholders of the Company. The other existing Directors and Supervisor representing the Shareholders were re-elected as Directors of the fifth session of the Board and Supervisor of the fifth session of the Supervisory Committee respectively at the AGM. Ms. Xu Xiangyan has been elected by the Company's employees as the Supervisor of the fifth session of the Supervisory Committee.

At the AGM, Mr. Lu Lei and Ms. Hu Sha were appointed as non-executive Directors of the fifth session of the Board and Ms. Zhou Liye was appointed as independent non-executive Director of the fifth session of the Board, Mr. Di Guojun was appointed as Supervisor representing the Shareholders of the fifth session of the Supervisory Committee.

Besides, with effect from 19 June 2012, Ms. Zhou Liye was appointed as the Chairman of Audit Committee in place of Dr. Wang Huacheng, Mr. Zeng Xianggao was appointed as a member of Audit Committee and Ms. Zhang Kaihua was appointed as a member of Strategic Committee immediately following the resignation of Dr. Qi Qigong and Dr. Wang Huacheng.

The biographical details of all the Directors and Supervisors were set out in the announcement dated 27 April 2012.

By order of the Board of Directors  
**Capinfo Company Limited\***

**Mr. Xu Zhe**  
*Chairman*

Beijing, the People's Republic of China, 19 June 2012

*As of the date hereof and after the aforesaid changes, the executive director of the Company is Dr. Wang Xu; the non-executive directors are Mr. Xu Zhe, Ms. Zhang Kaihua, Mr. Pan Jiaren, Mr. Shi Hongyin, Ms. Lu Xiaobing, Mr. Lu Lei and Ms. Hu Sha and the independent non-executive directors are Mr. Chen Jing, Mr. Zeng Xianggao, Mr. Gong Zhiqiang and Ms. Zhou Liye.*

*This announcement is published on the website of the Company ([www.capinfo.com.cn](http://www.capinfo.com.cn)) and the designated issuer website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)).*

\* *For identification purpose only*