

MATRIX

MATRIX HOLDINGS LIMITED

美力時集團有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 1005)

POLL RESULTS OF 2006 ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of Matrix Holdings Limited (the “Company”) held on 25th April, 2006 at 2:30 p.m. at Kowloon Room I, Mezzanine Floor, Kowloon Shangri-La Hotel, 64 Mody Road, Tsimshatsui East, Kowloon, Hong Kong, poll voting was demanded by the Chairman for voting on the proposed resolutions, as set out in the notice of AGM dated 24th March, 2006. All resolutions were approved by shareholders and the board of directors (the “Board”) of the Company is pleased to announce the poll results in respect of the resolutions of the AGM of the Company as follows:

Resolutions		No. of Votes (%)		Total Votes
		For	Against	
1.	To receive and adopt the Audited Financial Statements of the Company and the Reports of the Directors and of the Auditors for the year ended 31st December, 2005.	336,387,200 (99.97%)	100,000 (0.03%)	336,487,200
2.	To consider and declare a final dividend of HK9.0 cents per ordinary share for the year ended 31st December, 2005 as recommended by the Board of Directors.	336,387,200 (99.97%)	100,000 (0.03%)	336,487,200
3A.	To re-elect Mr. Cheng Yung Pun as a Director.	336,387,200 (99.97%)	100,000 (0.03%)	336,487,200
3B.	To re-elect Mr. Mak Shiu Chung, Godfrey as a Director.	336,387,200 (99.97%)	100,000 (0.03%)	336,487,200
3C.	To authorise the Board of Directors to fix the Directors’ remuneration.	326,433,200 (97.01%)	10,054,000 (2.99%)	336,487,200
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the Auditors of the Company and to authorise the Board of Directors to fix their remuneration.	336,387,200 (99.97%)	100,000 (0.03%)	336,487,200
5A.	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 10 per cent. of the issued share capital of the Company.	325,697,200 (96.79%)	10,790,000 (3.21%)	336,487,200
5B.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent. of the issued share capital of the Company.	336,387,200 (99.97%)	100,000 (0.03%)	336,487,200
5C.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of an amount not exceeding the amount of shares repurchased by the Company.	325,697,200 (96.79%)	10,790,000 (3.21%)	336,487,200

Resolutions 1 to 5C were passed as ordinary resolutions. Shareholders may refer to the circular dated 27th March, 2006 issued to shareholders for details of some of the resolutions.

As at the date of the AGM, the issued share capital of the Company was 574,796,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. There is no restriction on shareholders to cast vote on any of the aforesaid resolutions at the AGM.

Messrs. Deloitte Touche Tohmatsu, the auditors of the Company, have acted as the scrutineer and performed the procedures agreed with the Company including checking the mathematical accuracy of calculation of the poll results as counted by the Company, comparing the poll results of votes set out on poll forms collected by the Company and providing to the Company the factual findings. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements, or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

As at the date of this announcement, the Board comprises Mr. Cheng Yung Pun, Mr. Yu Sui Chuen and Ms. Cheng Wing See, Nathalie as executive directors and Mr. Loke Yu alias Loke Hoi Lam, Mr. Mak Shiu Chung, Godfrey and Mr. Wan Hing Pui as independent non-executive directors.

By order of the Board

Lai Mei Fong

Company Secretary

Hong Kong, 25th April, 2006

* *For identification purpose only*

“Please also refer to the published version of this announcement in The Standard”