



**NAGACORP LTD.**

**金界控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**Stock Code: 3918**

**ANNOUNCEMENT**

**(1) RESULTS OF ANNUAL GENERAL MEETING**

**(2) CHANGE IN DIRECTORSHIPS**

**AND**

**(3) PAYMENT OF FINAL DIVIDEND**

**Results of AGM**

The AGM was held on 15 May 2008 and each of the resolutions proposed at the AGM was duly passed by the shareholders of the Company on a show of hands.

**Change in Directorships**

As Mr. David Martin Hodson and Tun Dato' Seri Abdul Hamid Bin Haji Omar have not offered themselves for re-election at the AGM, they ceased to be Directors on conclusion of the AGM. Mr. David Martin Hodson remains as a member of the Group and focuses on, among other matters, charitable and social activities of the Group.

**Payment of Final Dividend**

At the AGM, the declaration of a final dividend of approximately US\$16 million, being US cents 0.77 per share (equivalent to HK cents 6.0 per share) in respect of the financial year ended 31 December, 2007 was duly approved by the Shareholders. Payment is expected to be made on or around 31 July 2008.

## RESULTS OF AGM

The Directors are pleased to announce that the AGM was held on 15 May 2008 and each of the following ordinary resolutions was duly passed by the Shareholders on a show of hands at the AGM:-

1. the adoption of the audited consolidated financial statements of the Company and the reports of the Directors and auditors of the Company for the year ended 31 December, 2007;
2. the declaration of a final dividend in respect of the year ended 31 December, 2007;
3. the re-election of Tan Sri Datuk Seri Panglima Abdul Kadir Bin Haji Sheikh Fadzir, Mr. Lim Mun Kee, Mr. Angus Au-Yeung Wai Kai and Mr. Zhou Lian Ji as Directors;
4. the approval of the Directors' remuneration for the year ended 31 December, 2007 and authorizing the Board to fix the Directors' remuneration for the year ending 31 December, 2008;
5. the re-appointment of Messrs. BDO McCabe Lo Limited as the Company's auditors and authorising the Board to fix their remuneration; and
6. (A) the grant of a general mandate to the Directors to allot, issue and deal with additional shares in the capital of the Company not exceeding 20 per cent. of the aggregate nominal amount of the issued share capital of the Company as at the date of the AGM;  
  
(B) the grant of a general mandate to the Directors to repurchase shares in the capital of the Company not exceeding 10 per cent. of the aggregate nominal amount of the issued share capital of the Company as at the date of the AGM; and  
  
(C) the extension of the general mandate granted to the Directors under ordinary resolution no. 6(A) by adding the aggregate amount of shares repurchased under ordinary resolution no. 6(B) to the aggregate amount of shares which may be issued under ordinary resolution no. 6(A).

## **CHANGE IN DIRECTORSHIPS**

As Mr. David Martin Hodson and Tun Dato' Seri Abdul Hamid Bin Haji Omar have not offered themselves for re-election at the AGM, they ceased to be Directors on conclusion of the AGM. Mr. David Martin Hodson remains as a member of the Group and focuses on, among other matters, charitable and social activities of the Group while Tun Dato' Seri Abdul Hamid Bin Haji Omar will cease to be a member of the Group.

Each of them has confirmed that there is no other matter relating to his cessation that needs to be brought to the attention of the Stock Exchange and the Shareholders, and that he has no disagreement with the Board.

## **PAYMENT OF FINAL DIVIDEND**

At the AGM, the declaration of a final dividend of approximately US\$16 million in aggregate (being US cents 0.77, or equivalent to HK cents 6.0, per share) in respect of the financial year ended 31 December, 2007 was duly approved by the Shareholders.

As mentioned in the circular of the Company dated 22 April 2008, the register of members of the Company was closed from 9 to 15 May 2008 (both days inclusive), during which registration of transfers of shares in the Company was suspended. All transfers lodged with the branch share registrars of the Company, Computershare Hong Kong Investor Services Limited, for registration before 4:30 p.m. on 8 May 2008 would be qualified for the final dividend. Payment is expected to be made on or around 31 July 2008.

## **DEFINITIONS**

“AGM”	the annual general meeting of the Company held on 15 May 2008
“Board”	board of Directors
“Company”	NagaCorp Limited, a company incorporated in the Cayman Islands with limited liability, with its shares listed on the Main Board of the Stock Exchange (Stock Code: 3918)
“Directors”	directors of the Company

“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board  
**NagaCorp Ltd.**  
**Timothy Patrick McNally**  
*Chairman*

As at the date this announcement, the Directors of the Company are:

*Executive Directors*

Tan Sri Dr Chen Lip Keong, Monica Lam Yi Lin and Angus Au-Yeung Wai Kai

*Non-executive Director*

Timothy Patrick McNally

*Independent Non-executive Directors*

Wong Choi Kay, Zhou Lian Ji, Leow Ming Fong, Tan Sri Datuk Seri Panglima Abdul Kadir Bin Haji Sheikh Fadzir and Lim Mun Kee

Hong Kong, 15 May 2008

\* *For identification purpose only*

“Please also refer to the electronic version of the same on the Company’s website [www.nagacorp.com](http://www.nagacorp.com).”

For the purpose of this announcement, amounts denominated in US\$ have been converted to HK\$ at an exchange rate of US\$1.0 to HK\$7.8.