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# ARTS OPTICAL INTERNATIONAL HOLDINGS LIMITED

雅視光學集團有限公司\*

(incorporated in Bermuda with limited liability)

(Stock Code: 1120)

## VOTING RESULTS AT ANNUAL GENERAL MEETING HELD ON 27TH MAY, 2004

At the Annual General Meeting of Arts Optical International Holdings Limited (the “Company”) held on 27th May, 2004 (“AGM”), a poll was demanded by the Chairman for voting on all the proposed resolutions as set out in the Notice of AGM dated 29th April, 2004.

As at the date of AGM, the total number of issued shares in the Company was 376,870,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There is no restriction on any shareholders casting votes on any of the resolutions at the AGM.

The Company’s share registrar in Hong Kong, Secretaries Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The number of shares represented by votes for and against the respective resolutions at the AGM was as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited Financial Statements and the Reports of the Directors and the Auditors for the year ended 31st December, 2003.	225,040,000 (99.99%)	22,000 (0.01%)
2.	To declare a final dividend for the year ended 31st December, 2003.	225,062,000 (100.00%)	0 (0.00%)
3.	To declare a second special dividend for the year ended 31st December, 2003.	225,062,000 (100.00%)	0 (0.00%)
4(a).	To re-elect Mr. Francis George Martin as a Director.	225,062,000 (100.00%)	0 (0.00%)
4(b).	To authorise the Remuneration Committee to fix the Directors’ remuneration.	225,062,000 (100.00%)	0 (0.00%)
5.	To re-appoint Deloitte Touche Tohmatsu as Auditors and to authorise the Board of Directors to fix their remuneration.	225,040,000 (100.00%)	0 (0.00%)
6.	To give a general mandate to the Directors for the repurchase of shares.	225,062,000 (100.00%)	0 (0.00%)
7.	To give a general mandate to the Directors for the issue of shares up to:  (a) 5% of the issued share capital of the Company in the case of an allotment and issue of shares for cash; and  (b) 20% of the issued share capital of the Company in the case of an allotment and issue of shares other than for cash.	224,512,000 (99.76%)	550,000 (0.24%)
Special Resolution			
8.	To approve the amendments to the Bye-Laws of the Company.	225,042,000 (100.00%)	0 (0.00%)

Resolutions 1 to 7 were passed as ordinary resolutions, and Resolution 8 was passed as a special resolution.

As at the date of this announcement, the executive directors of the Company are Mr. Ng Hoi Ying, Michael, Ms. Hui Pui Woon, Mr. Ng Kim Ying and Mr. Lee Wai Chung and the independent non-executive directors are Mr. Francis George Martin and Mr. Kwong Kam Kwan Alex.

By order of the Board  
**Lee Wai Chung**  
*Company Secretary*

Hong Kong, 27th May, 2004

\* *For identification purpose only*

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