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KASEN INTERNATIONAL HOLDINGS LIMITED

卡森國際控股有限公司

(An exempted company incorporated in the Cayman Islands with limited liability)

(Stock Code: 496)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 31 MAY 2013

The Board is pleased to announce that all the ordinary resolutions were duly passed by the Shareholders by way of poll at the AGM held on 31 May 2013.

Reference is made to the circular of Kasen International Holdings Limited (the “**Company**”) dated 10 April 2013 (the “**Circular**”).

Results of the AGM

The board of directors of the Company (the “**Board**”) is pleased to announce that at the annual general meeting of the Company held on 31 May 2013 (the “**AGM**”), all of the following resolutions were approved by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results of all the ordinary resolutions proposed at the AGM are as follows:

| ORDINARY RESOLUTIONS | | FOR | AGAINST |
|----------------------|---|----------------------|----------------------|
| | | Number of Shares (%) | Number of Shares (%) |
| 1. | To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company (the “ Directors ”) and the auditors of the Company (the “ Auditors ”) for the year ended 31 December 2012. | 926,256,008 100% | 0 0% |
| 2. | To re-elect Mr. Zhu Zhangjin as executive Director and to authorise the Board to fix his remuneration. | 399,097,373 100% | 0 0% |
| 3. | To re-elect Mr. Zhang Mingfa, Michael as executive Director and to authorise the Board to fix his remuneration. | 926,256,008 100% | 0 0% |

| ORDINARY RESOLUTIONS | | FOR | AGAINST |
|----------------------|---|-----------------------|----------------------|
| | | Number of Shares (%) | Number of Shares (%) |
| 4. | To re-elect Mr. Qiu Jian Ping as non-executive Director and to authorise the Board to fix his remuneration. | 926,256,008 100% | 0 0% |
| 5. | To re-appoint Deloitte Touche Tohmatsu as the Auditors and to authorise the Board to fix their remuneration. | 926,256,008 100% | 0 0% |
| 6. | To grant a general mandate to the Directors to allot, issue and deal with shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution. | 922,638,008 99.61% | 3,618,000 0.39% |
| 7. | To grant a general mandate to the Directors to purchase the shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing this resolution. | 926,256,008 100% | 0 0% |
| 8. | To extend the general mandate granted by resolution no. 6 by adding the shares purchased pursuant to the general mandate granted by resolution no. 7. | 922,638,008 99.61% | 3,618,000 0.39% |

As more than 50% of the votes were cast in favour of each of the resolutions proposed at the AGM, all the resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the Company had 1,162,322,985 shares in issue. Mr. Zhu Zhangjin and his associates and Mr. Zhang Mingfa, Michael and his associates which in aggregate controlled or were entitled to exercise control over the voting rights in respect of 527,158,635 and 1,980,000 shares of the Company, representing approximately 45.35% and 0.17% of the total issued share capital of the Company as at the date of the AGM respectively, have abstained from voting in respect of the ordinary resolution no. 2 and no. 3 proposed at the AGM, respectively. The total number of shares held by the shareholders entitled to attend and vote for or against all the ordinary resolutions (other than ordinary resolution no. 2 and no. 3) was 1,162,322,985 shares. The total number of shares held by the independent shareholders entitled to attend and vote for or against the ordinary resolution no. 2 and no. 3 was 635,164,350 and 1,160,342,985 shares, respectively. There was no Shareholder who was entitled to attend the AGM but was only entitled to vote against the ordinary resolutions proposed at the AGM.

There was no share entitling the holders to attend and abstain from voting in favour of the resolutions proposed 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 no holders were required under the Listing Rules to abstain from voting at the AGM.

There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

None of the shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

By Order of the Board
Kasen International Holdings Limited
Yiu Hoi Yan
Company Secretary

Hong Kong, 31 May 2013

As at the date of this announcement, the executive Directors are Mr. Zhu Zhangjin, Mr. Zhou Xiaosong and Mr. Zhang Mingfa, Michael; the non-executive Director is Mr. Qiu Jian Ping; and the independent non-executive Directors are Mr. Sun Steve Xiaodi, Mr. Zhang Yuchuan and Mr. Zhou Lingqiang.

Website: <http://www.irasia.com/listco/hk/kasen/index.htm>