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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)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board of directors (the “**Board**”) of Kasen International Holdings Limited (the “**Company**”) together with its subsidiaries, the “**Group**”) hereby announces that on 26 May 2015, the Company has offered to grant to certain eligible participants (the “**Grantees**”), subject to acceptance by such Grantees, a total of 30,000,000 share options (the “**Share Options**”, each a “**Share Option**”) to subscribe for a total number of 30,000,000 ordinary shares of US\$0.00015 each (the “**Shares**”, each a “**Share**”) in the capital of the Company under the share option scheme adopted by the Company on 26 September 2005.

Details of the Share Options granted are as follows:

Date of Grant	:	26 May 2015 (the “ Date of Grant ”)
Exercise price of Share Options granted (<i>Note</i>)	:	HK\$1.3700 to subscribe for one Share
Closing price of the Shares on the Date of Grant	:	HK\$1.3700 per Share
Total number of Share Options granted	:	30,000,000 Share Options (each Share Option shall entitle the holder to subscribe for one Share)
Validity period of the Share Options	:	The Share Options granted shall be exercisable by each Grantee from 1 January 2016 to 25 May 2025 (both dates inclusive).

The Share Options shall lapse at the end of 10 years after the Date of Grant.

Note: The exercise price represents the highest of (i) the closing price of HK\$1.3700 per Share as stated in the daily quotations sheet issued by the Stock Exchange on the Date of Grant; (ii) the average closing price of HK\$1.2380 per Share as stated in the daily quotations sheet issued by the Stock Exchange for the five trading days immediately preceding the Date of Grant; and (iii) the nominal value of a Share.

Out of the 30,000,000 Share Options, 7,000,000 Share Options were granted to the following directors of the Company (the “**Directors**”) and 23,000,000 Share Options were granted to other employees of the Group, details of which are as follows:

Grantees	Position held with the Company	Number of Share Options
Zhu Zhangjin	Executive Director	1,000,000
Lee Lawrence	Executive Director	3,000,000
Zhang Mingfa, Michael	Executive Director	3,000,000
Sub-total of Share Options granted to Directors		<u>7,000,000</u>
Other employees of the Group		<u>23,000,000</u>
Total		<u><u>30,000,000</u></u>

The grant of Share Options to the above Directors has been approved by the independent non-executive Directors in accordance with Rule 17.04(1) of the Listing Rules.

Save as disclosed in this announcement, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, nor an associate (as defined in the Listing Rules) of any of them.

By Order of the Board
Kasen International Holdings Limited
Zhu Zhangjin
Chairman

PRC, 26 May 2015

As at the date of this announcement, the executive Directors are Mr. Zhu Zhangjin, Mr. Lee Lawrence 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>