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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 EXTRAORDINARY GENERAL MEETING HELD ON 10 FEBRUARY 2009**

The Board is pleased to announce that the ordinary resolution to approve the Agreement and the Supplemental Agreement was duly passed by the Shareholders by way of poll at the EGM held on 10 February 2009. The ordinary resolution relating to the Renewed Starcorp Agreement and the proposed cap amounts of the Renewed Continuing Connected Transactions was duly passed by the Independent Shareholders by way of poll at the EGM.

Reference is made to the circular of Kasen International Holdings Limited (the “Company”) dated 21 January 2009 (the “Circular”). Terms used herein shall have the same meanings as defined in the Circulars, unless the context requires otherwise.

#### **Results of the EGM**

The Board is pleased to announce that the ordinary resolution set out in the notice of EGM dated 21 January 2009 (the “Notice”) regarding the Agreement and the Supplemental Agreement was duly passed by the Shareholders by way of poll at the EGM held on 10 February 2009. The ordinary resolution relating to the Renewed Starcorp Agreement and the proposed cap amounts of the Renewed Continuing Connected Transactions was duly passed by the Independent Shareholders by way of poll at the EGM.

The Company’s branch share registrars in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed the scrutineer at the EGM for the purpose of vote-taking in respect of the ordinary resolutions set out in the Notice.

Details of the poll results for the ordinary resolutions in respect of the Agreement, the Supplemental Agreement, the Renewed Starcorp Agreement and the proposed cap amounts of the Renewed Continuing Connected Transactions are as follows:

ORDINARY RESOLUTIONS		FOR	AGAINST
		Number of Shares (%)	Number of Shares (%)
1	To approve, confirm and ratify the Agreement (as defined in the Circular of the Company) (as supplemented by a supplemental agreement dated 7 January 2009) (the “Supplemental Agreement”), and to authorise any one director (or any two directors of the Company if the affixation of the common seal is necessary) to execute the Agreement, the Supplemental Agreement and all such other documents, instruments and agreements and to do all such acts or things incidental to, ancillary to or in connection with matters contemplated in the Agreement and the Supplemental Agreement.	877,943,149 100%	0 0%
2	To approve, ratify and confirm the Renewed Starcorp Agreement (as defined in the Circular), and to approve the proposed cap amounts of the Renewed Continuing Connected Transactions (as defined in the Circular), for each of the financial years ending 31 December 2011 and to authorise any one director (or any two directors of the Company if the affixation of the common seal is necessary) to execute the Renewed Starcorp Agreement and all such other documents, instruments and agreements and to do all such acts or things incidental to, ancillary to or in connection with matters contemplated in the Renewed Starcorp Agreement.	375,804,514 100%	0 0%

As at the date of the EGM, the Company had 1,163,656,985 Shares in issue. Mr. Zhu Zhangjin and his associates which in aggregate controlled or were entitled to exercise control over the voting rights in respect of 504,446,635 Shares, representing approximately 43.35% of the total issued share capital of the Company as at the date of the EGM, have abstained from voting in respect of the ordinary resolution number 2 proposed at the EGM. The total number of Shares held by the Independent Shareholders entitled to attend and vote for or against the ordinary resolution number 2 was 659,210,350 Shares. There was no Shareholder who was entitled to attend the EGM but was only entitled to vote against the ordinary resolutions proposed at the EGM.

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

Hong Kong, 10 February 2009

*As at the date of this announcement, the executive Directors are Mr. Zhu Zhangjin, Mr. Zhou Xiaosong and Mr. Zhang Mingfa, Michael; and the independent non-executive Directors are Mr. Lu Yungang, Mr. Chow Joseph and Mr. Gu Mingchao.*

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