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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 2012

The Board is pleased to announce that the ordinary resolutions were duly passed by the Shareholders by way of poll at the AGM held on 31 May 2012.

Reference is made to the circular of Kasen International Holdings Limited (the “**Company**”) dated 12 April 2012 (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 2012 (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 2011.	825,658,829 100%	0 0%
2.	To re-elect Mr. Zhou Xiaosong as executive Director and to authorise the Board to fix his remuneration.	825,502,829 99.99%	156,000 0.01%
3.	To re-elect Mr. Zhang Yuchuan as independent non-executive Director and to authorise the Board to fix his remuneration.	825,658,829 100%	0 0%

ORDINARY RESOLUTIONS		FOR	AGAINST
		Number of Shares (%)	Number of Shares (%)
4.	To re-elect Mr. Sun Steve Xiaodi as independent non-executive Director and to authorise the Board to fix his remuneration.	825,658,829 100%	0 0%
5.	To re-elect Mr. Zhou Lingqiang as independent non-executive Director and to authorise the Board to fix his remuneration.	825,658,829 100%	0 0%
6.	To re-appoint Deloitte Touche Tohmatsu as the Auditors and to authorise the Board to fix their remuneration.	825,658,829 100%	0 0%
7.	To give 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.	821,632,829 99.5%	4,026,000 0.5%
8.	To give 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.	825,658,829 100%	0 0%
9.	To extend the general mandate granted by resolution no. 7 by adding the shares purchased pursuant to the general mandate granted by resolution no. 8.	821,632,829 99.5%	4,026,000 0.5%

As more than 50% of the votes were cast in favour of each of the resolutions 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. Zhou Xiaosong and his associates, which in aggregate controlled or were entitled to exercise control over the voting rights in respect of 8,173,912 Shares, representing approximately 0.70% of the total issued share capital of the Company as at the date of the AGM, have abstained from voting in respect of the ordinary resolution no. 2 proposed at the AGM. 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) 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 was 1,154,149,073 shares. 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 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 2012

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. Sun Steve Xiaodi, Mr. Zhang Yuchuan and Mr. Zhou Lingqiang.

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