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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 2011

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 2011.

Reference is made to the circular of Kasen International Holdings Limited (the "Company") dated 8 April 2011 (the "Circular"). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

#### Results of the AGM

The Board is pleased to announce that at the AGM, all of the following resolutions were approved by 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 2010.	677,256,470 100%	0 0%
2.	To re-elect Mr. Zhu Zhangjin as executive Director and to authorise the board of Directors to fix his remuneration.	161,727,835 100%	0 0%
3.	To re-elect Mr. Zhang Mingfa, Michael as executive Director and to authorise the board of Directors to fix his remuneration.	677,256,470 100%	0 0%
4.	To re-elect Mr. Gu Mingchao as independent non-executive Director and to authorise the board of Directors to fix his remuneration.	677,256,470 100%	0 0%

ORDINARY RESOLUTIONS		FOR	AGAINST
		Number of Shares (%)	Number of Shares (%)
5.	To re-appoint Deloitte Touche Tohmatsu as the Auditors and to authorise the board of Directors to fix their remuneration.	677,256,470 100%	0 0%
6.	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.	673,209,470 99.4%	4,047,000 0.6%
7.	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.	677,256,470 100%	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.	673,209,470 99.4%	4,047,000 0.6%

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 1,161,722,985 Shares in issue (without taking into account the Shares repurchased by the Company prior to the date of the AGM but not yet cancelled as at the date of this announcement). Mr. Zhu Zhangjin and his associates, Mr. Zhang Mingfa, Michael and his associates, which in aggregate controlled or were entitled to exercise control over the voting rights in respect of 515,528,635 and 1,980,000 Shares respectively, representing approximately 44.38% and 0.17% respectively 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 and no. 3 respectively 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 and no. 3) was 1,161,722,985 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 respectively was 646,194,350 and 1,159,742,985 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.

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

Hong Kong, 31 May 2011

*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. Chow Joseph, Dr. Li Qingyuan and Mr. Gu Mingchao.*

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