

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



POU SHENG INTERNATIONAL (HOLDINGS) LIMITED

寶勝國際（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 3813)

VOTING RESULTS OF THE 2012 ANNUAL GENERAL MEETING

The Board is pleased to announce that the 2012 AGM was duly held on 7 March 2012, during which all resolutions as set out below were duly passed by the shareholders by way of poll.

The board of directors (the “Board”) of Pou Sheng International (Holdings) Limited (the “Company”) is pleased to announce the voting results of its 2012 Annual General Meeting (the “2012 AGM”), held on 7 March 2012. Poll voting was demanded by the chairman of the 2012 AGM on all the resolutions proposed at the meeting. The Company’s share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed by the Company as the scrutineer for vote-taking at the 2012 AGM.

The total number of shares entitling the holders to attend and vote for or against each and every resolutions at the 2012 AGM was 4,260,025,163 shares, representing the entire issued share capital of the Company as at the date of the 2012 AGM. There were no shares entitling the holder to attend and abstain from voting or vote only against the resolutions at the meeting.

The following resolutions were duly passed by the shareholders of the Company attending and voting at the 2012 AGM in person or by proxy or by their duly authorised representatives by way of poll:

Poll results in respect of the Ordinary Resolutions		No. of Votes (approximate % of total shares voted)	
		For	Against
1.	To receive and adopt the audited financial statements and reports of the directors and auditor of the Company for the year ended 30 September 2011.	3,154,914,821 (100%)	0 (0%)
2.	(a) To re-elect the following directors of the Company:		
	(1) Mr. Chang Li Hsien, Leslie as an independent non-executive director;	3,153,562,821 (99.957146%)	1,352,000 (0.042854%)
	(2) Mr. Chen Huan-Chung as an independent non-executive director; and	3,001,651,599 (95.142081%)	153,263,222 (4.857919%)
	(3) Mr. Tsai David, Nai Fung as a non-executive director.	2,953,781,858 (93.624774%)	201,132,963 (6.375226%)
	(b) To authorize the board of directors of the Company to fix the directors' remuneration.	3,154,912,821 (99.999937%)	2,000 (0.000063%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company to hold office until the conclusion of next annual general meeting and authorize the board of directors of the Company to fix their remuneration.	3,154,912,821 (99.999937%)	2,000 (0.000063%)
4.	A To grant general mandate to the board of directors of the Company to issue shares of the Company.	2,949,784,237 (93.498063%)	205,130,584 (6.501937%)
	B To grant general mandate to the board of directors of the Company to repurchase shares and others securities of the Company.	3,154,912,821 (99.999937%)	2,000 (0.000063%)
	C To extend the general mandate to the board of directors of the Company to issue additional shares of the Company.	2,949,834,237 (93.499648%)	205,080,584 (6.500352%)
5.	To approve the amendments to the share option scheme of the Company.	2,951,793,490 (93.561749%)	203,121,331 (6.438251%)
As more than half of the votes were cast in favour of each and every resolutions set out above, each and every resolutions of the 2012 AGM set out above were duly passed as ordinary resolutions.			

Poll results in respect of the Special Resolutions		No. of Votes (approximate % of total shares voted)	
		For	Against
6.	To approve the amendments to the bye-laws of the Company.	3,154,914,821 (100%)	0 (0%)
7.	To approve the adoption of a new set of the bye-laws, which consolidates all of the proposed amendments to the bye-laws as set out in the notice convening the meeting, as the new bye-laws of the Company.	3,154,914,821 (100%)	0 (0%)

As more than three-fourths of the votes were cast in favour of each and every resolutions set out above, each and every resolutions of the 2012 AGM set out above were duly passed as special resolutions.

By Order of the Board
Tsai David, Nai Fung
Chairman

Hong Kong, 7 March 2012

As at the date of this announcement, Mr. Tsai David, Nai Fung is the Chairman and Non-executive Director; Ms. Chang Karen Yi-Fen is the Chief Executive Officer and Executive Director; Ms. Tsai Patty, Pei Chun and Ms. Kuo, Li-Lien are the Non-executive Directors; and Mr. Chen Huan-Chung, Mr. Hu Sheng-Yih, and Mr. Chang Li Hsien, Leslie are the Independent Non-executive Directors.

Website: www.pousheng.com