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POU SHENG INTERNATIONAL (HOLDINGS) LIMITED

寶勝國際（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 3813)

PROFIT WARNING

This announcement is made pursuant to Rule 13.09(1) of the Listing Rules.

The Group is expected to record a loss attributable to owners of the Company in its unaudited consolidated results for the six months ended 31 March 2012 as compared with a profit attributable to owners of the Company for the six months ended 31 March 2011.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by Pou Sheng International (Holdings) Limited (the “Company”, together with its subsidiaries, the “Group”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The Group is expected to record a loss attributable to owners of the Company in its unaudited consolidated results for the six months ended 31 March 2012 as compared with a profit attributable to owners of the Company for the six months ended 31 March 2011.

The negative performance is mainly attributable to (i) a decrease in profit due to the expiry of the Group’s exclusive distributor arrangement for *Converse* products in the People’s Republic of China on 31 December 2011 as disclosed in the prospectus of the Company dated 26 May 2008 in connection with the initial listing of its shares on The Stock Exchange of Hong Kong Limited; (ii) increases in selling and distribution expenses, in particular, staff costs, rental and concession expenses; (iii) higher sales discount being offered due to in an effort to reduce excess inventory which has accumulated over time; and (iv) less gain on deemed disposal of different jointly controlled entities.

The information contained in this announcement is only a preliminary assessment made by the management of the Company relying on the current information available to it, including the unaudited consolidated management accounts of the Group for the six months ended 31 March 2012 which have not been finalised as at the date of the announcement, confirmed or reviewed by the audit committee of the Company. Shareholders of the Company and potential investors should refer to the details in the interim results announcement of the Company for the six months ended 31 March 2012 which is expected to be released in May 2012.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Tsai David, Nai Fung
Chairman

Hong Kong, 20 April 2012

As at the date of this announcement, Mr. Tsai David, Nai Fung is the Chairman and Non-executive Director; Mr. Wu, Pan-Tsu is the Acting 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