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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)

AGREEMENTS IMPOSING SPECIFIC PERFORMANCE OBLIGATIONS ON CONTROLLING SHAREHOLDER

As required by Rule 13.18 of the Listing Rules, the Company announces that the Company or a subsidiary of the Company has entered into agreements which relate to loans that are relevant to the operations of the Company and contain conditions imposing specific performance obligations on its controlling shareholder.

The Company announces that the Company or a subsidiary of the Company has entered into the following agreements all of which relate to loans that are relevant to the operations of the Company and contain conditions imposing specific performance obligations on its controlling shareholder:

1. Agreement dated 7 September 2009 between the Company and DBS Bank Limited, Hong Kong Branch;
2. Agreement dated 8 September 2009 between the Company and Citic Ka Wah Bank Limited (now known as Citic Bank International Limited);
3. Agreement dated 18 November 2009 between 廣州寶元貿易有限公司(Guangzhou Baoyuen Trading Company Limited), an indirect wholly-owned subsidiary of the Company, and Deutsche Bank (China) Co., Ltd., Guangzhou Branch.

Required information

As required by Rule 13.18 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, the Company provides the following information about the above agreements:

Agreement dated 7 September 2009 between the Company and DBS Bank Limited, Hong Kong Branch

Aggregate amount of facilities that may be affected by breach of specific performance obligations: US\$20,000,000

Life of the facility: No specified term

Specific performance obligations imposed on the controlling shareholders:

The Company undertakes that it will:

- remain listed on The Stock Exchange of Hong Kong Limited and will not be suspended from trading for 30 or more consecutive trading days.
- remain a subsidiary of Yue Yuen Industrial Holdings Limited (“Yue Yuen”).

The loan was repaid in full on 29 July 2010 and the Company and its subsidiaries no longer have any liability in respect of it.

Agreement dated 8 September 2009 between the Company and Citic Ka Wah Bank Limited (now known as Citic Bank International Limited)

Aggregate amount of facilities that may be affected by breach of specific performance obligations: US\$30,000,000

Life of the facility: 36 months from the date of the loan agreement

Specific performance obligations imposed on the controlling shareholders:

The Company must ensure that it remains:

- (a) controlled by Yue Yuen; and
- (b) an entity whose financial results would be required to be consolidated in the audited consolidated financial statements of Yue Yuen from time to time.

At the date of this announcement, the outstanding loan amount is US\$30,000,000 and is expected to be repaid during the period from March 2011 to September 2012.

Agreement dated 18 November 2009 between 廣州寶元貿易有限公司(Guangzhou Baoyuen Trading Company Limited) and Deutsche Bank (China) Co., Ltd., Guangzhou Branch.

Aggregate amount of facilities that may be affected by breach of specific performance obligations: RMB70,000,000

Life of the facility: No specified term

Specific performance obligations imposed on controlling shareholders:

The borrower must ensure that the Company will always hold and own, directly or indirectly, at least 100% of its share capital, ensure that Yue Yuen will always hold and own at least 51% of the Company's share capital.

At the date of this announcement, the outstanding loan amount is approximately RMB8,500,000 and is expected to be repaid by the end of September 2010.

General

Under Rule 13.21 of the Listing Rules, the disclosure required under Rule 13.18 should have been included in subsequent interim and annual reports for so long as circumstances giving rise to the obligations continue to exist. The Company regrets that it failed to disclose these obligations when first required under Rule 13.18 and Rule 13.21.

By Order of the Board of
Pou Sheng International (Holdings) Limited
Tsai David, Nai Fung
Chairman

Hong Kong, 26 August 2010

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, Mr. Mak Kin Kwong and Mr. Cheng Ming Fun Paul are the independent non-executive directors.

Website: www.pousheng.com