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KARCE INTERNATIONAL HOLDINGS COMPANY LIMITED

泰盛實業集團有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 1159)

**POLL RESULTS OF
THE SPECIAL GENERAL MEETING HELD ON
16 DECEMBER 2013**

Reference is made to the circular (the “**Circular**”) and notice of the special general meeting (the “**SGM Notice**”) of Karce International Holdings Company Limited (the “**Company**”) dated 22 November 2013.

POLL RESULTS OF THE SGM

The Company is pleased to announce that all the proposed resolutions as set out in the SGM Notice were duly passed by the shareholders of the Company by way of poll at the SGM held on 16 December 2013.

* *For identification purposes only*

Special Resolution		Number of votes (%)		Total no. of votes cast
		For	Against	
1.	The name of the Company be changed from “Karce International Holdings Company Limited” to “Sinogreen Energy International Group Limited” and the Chinese name “中國綠能國際集團有限公司” be adopted as the secondary name of the Company in place of the existing Chinese name “泰盛實業集團有限公司” (was for identification purposes only).	436,348,000 (100%)	0 (0%)	436,348,000
Ordinary Resolutions				
2.	To refresh the share issue mandate granted to the directors of the Company to allot, issue and deal with the shares.	96,936,000 (100%)	0 (0%)	96,936,000
3A.	To re-elect Mr. Chau Chit as an executive director.	436,348,000 (100%)	0 (0%)	436,348,000
3B.	To re-elect Mr. Tang Hao as an executive director.	436,348,000 (100%)	0 (0%)	436,348,000
3C.	To re-elect Ms. Zhou Jianhong as an independent non-executive director.	436,348,000 (100%)	0 (0%)	436,348,000
3D.	To re-elect Mr. Wong Wai Kwan as an independent non-executive director.	436,348,000 (100%)	0 (0%)	436,348,000
3E.	To authorise the board of directors to fix the remunerations of the directors.	436,348,000 (0%)	0 (0%)	436,348,000

As more than 75% of the votes were cast in favour of the special resolution and more than 50% of the votes were cast in favour of each of the ordinary resolutions, they were duly passed by the shareholders of the Company by way of poll at the SGM.

As at the date of the SGM, there were a total of 842,824,000 shares (“**Shares**”) of HK\$0.1 each in the share capital of the Company in issue.

The total number of Shares entitling the holders to attend the SGM to vote for or against all of the proposed resolutions (other than resolution numbered 2) were 842,824,000 Shares.

The total number of Shares entitling the holders to attend and vote for or against resolution numbered 2 at the SGM was 503,412,000 Shares, representing approximately 59.73% of the total issued share capital of the Company. As stated in the Circular, two of the Directors, Mr. Chau Chit and Mr. Tang Hao, who were interested in 248,468,000 Shares and 90,944,000 Shares, respectively, representing approximately 29.48% and 10.79% of the issued share capital of the Company, respectively, and their respective associates, were required to, and did, abstain from voting on resolution numbered 2.

Tricor Secretaries Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the vote-takings at the SGM.

By Order of the Board
Karce International Holdings Company Limited
Cheung Yiu Kuen
Company Secretary

Hong Kong, 16 December 2013

As at the date of this announcement, the board of Directors consists of three executive directors, Mr. Chau Chit, Mr. Chan Sung Wai and Mr. Tang Hao; and three independent non-executive directors, Mr. Lum Pak Sum, Mr. Wong Wai Kwan and Ms. Zhou Jianhong.