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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)

**RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
MEMBERS OF THE AUDIT COMMITTEE AND
REMUNERATION COMMITTEE**

The board of directors (the “Board”) of the Karce International Holdings Company Limited (the “Company”) announces the resignation of Mr. Ho Lic Ki (“Mr. Ho”) as an independent non-executive director and a member of each of the Audit Committee and Remuneration Committee of the Company effective 9 April 2010 due to his new job engagements which require more of his dedication.

Mr. Ho confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited or the shareholders of the Company.

The Board takes this opportunity to express its gratitude to Mr. Ho for his contribution to the Company during his tenure of office.

* *for identification purpose only*

Upon the resignation of Mr. Chan Siu Wing, Raymond on 7 April 2010 and Mr. Ho on 9 April 2010, the Company only has one independent non-executive director and one member of the Audit Committee which falls below the minimum number required under Rule 3.10(1) and Rule 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). The Company is actively identifying suitable candidate for appointment as independent non-executive director so as to meet the minimum number required under Rule 3.10(1) of the Listing Rules and shall appoint sufficient number of independent non-executive directors to meet the minimum number of audit committee members required under Rule 3.21 of the Listing Rules within three months from 7 April 2010 (the date on which the number of independent non-executive Directors and members of Audit Committee falls below the minimum number required under Rule 3.10(1) and Rule 3.21 of the Listing Rules) as required under Rule 3.11 and Rule 3.23 of the Listing Rules.

By Order of the Board
Karce International Holdings Company Limited
Sun Ying Chung
Chairman

Hong Kong, 12 April 2010

As at the date of this announcement, the Board consists of three executive Directors, Mr. Sun Ying Chung, Mr. Chan Sung Wai and Mr. Wong King Lam, Joseph, two non-executive Directors, Mr. Lee Kwok Leung and Mr. Yang Yiu Chong, Ronald Jeffrey and one independent non-executive Director, Mr. Lum Pak Sum.