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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
CHANGE OF MEMBER OF AUDIT COMMITTEE,
NOMINATION COMMITTEE AND
REMUNERATION COMMITTEE**

The Board announces the resignation of Mr. Law Chun Choi as an independent non-executive director of the Company effective 25 September 2012. Following his resignation, Mr. Law has also ceased to be a member of each of Audit Committee and Nomination Committee and the chairman of Remuneration Committee effective 25 September 2012.

The Board also announces that Mr. Shum Kai Wing, an independent non-executive director was appointed member of each of the Audit Committee, Nomination Committee and Remuneration Committee effective 25 September 2012.

* *For identification purposes only*

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Karce International Holdings Company Limited (the “**Company**”) announces the resignation of Mr. Law Chun Choi (“**Mr. Law**”) as an independent non-executive director of the Company effective 25 September 2012 due to his commitments in other engagements. Following his resignation, Mr. Law has also ceased to be a member of each of Audit Committee and Nomination Committee and the chairman of Remuneration Committee effective 25 September 2012.

Mr. Law 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 shareholders of the Company or The Stock Exchange of Hong Kong Limited.

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

CHANGE OF MEMBER OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

The Board also wishes to announce that Mr. Shum Kai Wing, an independent non-executive director, was appointed member of each of Audit Committee, Nomination Committee and Remuneration Committee effective 25 September 2012.

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

Hong Kong, 25 September 2012

As at the date of this announcement, the Board consists of two executive directors, Mr. Sun Ying Chung and Mr. Chan Sung Wai, two non-executive directors, Mr. Lee Kwok Leung and Mr. Yang Yiu Chong, Ronald Jeffrey and three independent non-executive directors, Mr. Lum Pak Sum, Mr. Mak Ka Wing, Patrick and Mr. Shum Kai Wing.