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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 28 FEBRUARY 2013**

The Board is pleased to announce that the ordinary resolution as set out in the Notice was duly passed by the Shareholders by way of poll at the SGM held on 28 February 2013.

Reference is made to the circular (the “**Circular**”) of Karce International Holdings Company Limited (the “**Company**”) and the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) dated 8 February 2013. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE SGM

The Board is pleased to announce that at the SGM held on 28 February 2013, the ordinary resolution approving the Disposal was duly passed by the Shareholders by way of poll.

As at the date of the SGM, the total number of issued Shares in the Company was 702,356,000 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolution at the SGM. No Shareholder was required to abstain from voting for the resolution at the SGM and no shareholder was entitled to attend and vote only against the resolution at the SGM.

* *For identification purposes only*

The Hong Kong branch share registrar of the Company, Tricor Secretaries Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

The poll results of the ordinary resolution was as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve, confirm and ratify the Disposal and the transactions and agreements contemplated thereunder (being the ordinary resolution set out in the Notice) and to authorize any one or more of the Directors to do all such acts and things and execute all such documents which he/she/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Disposal and the transactions contemplated thereunder.	279,828,000 (99.9929%)	20,000 (0.0071%)

Accordingly, the aforesaid ordinary resolution was duly passed by way of poll at the SGM.

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

Hong Kong, 28 February 2013

As at the date of this announcement, the board of Directors 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.