



**KARCE INTERNATIONAL HOLDINGS COMPANY LIMITED**  
**(泰盛實業集團有限公司\*)**

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 1159)

**VOTING RESULTS OF THE SGM**

The Board is pleased to announce that at the SGM held on 17 October 2008, the ordinary resolutions regarding (1) the Disposal Agreement and the transactions contemplated thereunder and (2) the Supply Agreement and the Supply Transactions contemplated thereunder (including the relevant annual caps) were duly passed by the Independent Shareholders by way of poll.

Reference is made to the announcement and the circular (the “Circular”) of the Company dated 22 May 2008 and 30 September 2008 respectively. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless defined otherwise herein.

**VOTING RESULTS OF THE SGM**

Pursuant to Rule 13.39(5) of the Listing Rules, the Board is pleased to announce that at the SGM held on 17 October 2008, the ordinary resolutions regarding (1) the Disposal Agreement and the transactions contemplated thereunder and (2) the Supply Agreement and the Supply Transactions contemplated thereunder (including the relevant annual caps) were duly passed by the Independent Shareholders by way of poll.

As at the date of the SGM, the total number of Shares in issue was 652,356,000 Shares. Mr. Tong and his associates, who were required to abstain from voting on the resolutions at the SGM as stated in the Circular, were not interested in any Shares as at the date of the SGM. Accordingly, the number of Shares entitling the Independent Shareholders to attend and vote for or against the resolutions as at the date of the SGM was 652,356,000 Shares. There were no Independent Shareholders who were entitled to attend and vote only against the resolutions at the SGM.

\* For identification only

Tricor Secretaries Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer to monitor the vote-taking at the SGM. The poll results were as follows:

| Ordinary resolutions  | Number of Shares represented by votes(%) |           | Total number of Shares voted |
|---|--|-----------|------------------------------|
|   | For                                      | Against   |                              |
| 1. To approve the Disposal Agreement and the transactions contemplated thereunder   | 199,888,000<br>(100%)                    | 0<br>(0%) | 199,888,000                  |
| 2. To approve the Supply Agreement and the transactions contemplated thereunder and the related annual caps for the three years ending 31 December 2010 | 199,888,000<br>(100%)                    | 0<br>(0%) | 199,888,000                  |

By Order of the Board  
**Karce International Holdings Company Limited**  
**Tong Shek Lun**  
*Chairman and Managing Director*

Hong Kong, 17 October 2008

*As at the date of this announcement, the Board consists of three executive Directors, Mr. Tong Shek Lun, Mr. Chim Kim Lun, Ricky and Mr. Cheng Kwok Hing, Andy, two non-executive Directors, Mr. Lee Kwok Leung and Mr. Yang Yiu Chong, Ronald Jeffrey and three independent non-executive Directors, Mr. Sun Yaoquan, Mr. Goh Gen Cheung and Mr. Wan Hon Keung.*