

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



*(Incorporated in Bermuda with limited liability)
(Stock Code : 173)*

**POLL RESULTS OF
ANNUAL GENERAL MEETING HELD ON 20 JUNE 2011
AND
ADOPTION OF NEW SHARE OPTION SCHEME AND
TERMINATION OF EXISTING SHARE OPTION SCHEME**

The Board announces that:

- (1) All the resolutions proposed at the AGM held on 20 June 2011 were duly passed; and
- (2) The Company has adopted at the AGM a new share option scheme and terminated its existing share option scheme.

POLL RESULTS

The board of directors (“**Board**”) of K. Wah International Holdings Limited (“**Company**”) announces that each of the resolutions as set out in the notice dated 21 April 2011 (“**Notice**”) convening the 2011 Annual General Meeting held on 20 June 2011 (“**AGM**”) was duly passed by way of poll.

The total number of shares of the Company in issue at the date of the AGM was 2,551,952,210 shares (“**Shares**”), which represented the total number of Shares entitling the holders (“**Shareholders**”) to attend and vote for or against all the resolutions proposed at the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results in respect of all the resolutions proposed are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited financial statements and the reports of the directors and the independent auditor for the year ended 31 December 2010.	1,782,013,747 (99.996790%)	57,201 (0.003210%)
2.	To declare a final cash dividend for the year ended 31 December 2010.	1,782,012,595 (99.996726%)	58,353 (0.003274%)
3.	a. To re-elect Mr. Francis Lui Yiu Tung as a director.	1,703,611,051 (95.597263%)	78,459,897 (4.402737%)
	b. To re-elect Ms. Claudia Cheung Man Wan as a director.	1,766,847,395 (99.147669%)	15,188,849 (0.852331%)
	c. To re-elect Mr. Robert George Nield as a director.	1,703,597,603 (95.596570%)	78,472,193 (4.403430%)
	d. To fix the remuneration of the directors for the year ended 31 December 2010, details of which are set out in note (vii) to the Notice.	1,781,989,737 (99.995443%)	81,211 (0.004557%)
4.	To re-appoint PricewaterhouseCoopers as auditor and authorise the directors to fix its remuneration.	1,782,045,865 (99.999995%)	83 (0.000005%)
5.1	To grant a general and unconditional mandate to the directors to repurchase issued Shares.	1,768,641,559 (99.246417%)	13,429,389 (0.753583%)
5.2	To grant a general and unconditional mandate to the directors to allot, issue and deal with additional Shares.	1,712,477,904 (96.340909%)	65,041,044 (3.659091%)
5.3	Conditional upon the passing of the ordinary resolutions under 5.1 and 5.2, to extend the general and unconditional mandate to allot and issue Shares as referred to in ordinary resolution numbered 5.2 by the addition thereto of the number of Shares repurchased by the Company pursuant to ordinary resolution numbered 5.1.	1,717,353,862 (96.368434%)	64,717,086 (3.631566%)
6.	To adopt a new share option scheme and to terminate the existing share option scheme and to authorise the directors to take all such steps as may be necessary or desirable to implement this resolution.	1,725,974,781 (96.852796%)	56,085,060 (3.147204%)

According to the poll results stated above, as more than 50% of the votes were cast in favour of each of the resolutions proposed at the AGM, each of the resolutions as set out in the Notice convening the AGM was duly passed as an ordinary resolution of the Company.

ADOPTION OF NEW SHARE OPTION SCHEME AND TERMINATION OF EXISTING SHARE OPTION SCHEME

Pursuant to Rule 17.02(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“*Listing Rules*”), the Board announces that, as abovementioned, the ordinary resolution regarding the adoption of a new share option scheme and the termination of the existing share option scheme, made in accordance with Chapter 17 of the Listing Rules and the principal terms of which are set out in the circular of the Company dated 21 April 2011, was duly passed by the shareholders of the Company at the AGM.

By Order of the Board of
K. Wah International Holdings Limited
Lee Wai Kwan, Cecilia
Company Secretary

Hong Kong, 20 June 2011

As at the date of this announcement, the Executive Directors are Dr. Che-woo Lui (Chairman & Managing Director), Mr. Francis Lui Yiu Tung, Ms. Paddy Tang Lui Wai Yu, Mr. Alexander Lui Yiu Wah and Ms. Claudia Cheung Man Wan; the Non-executive Director is Dr. Moses Cheng Mo Chi; and the Independent Non-executive Directors are Dr. Robin Chan Yau Hing, Mr. Robert George Nield, Dr. William Yip Shue Lam and Professor Poon Chung Kwong.

Website: www.kwih.com