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WONSON INTERNATIONAL HOLDINGS LIMITED

和成國際集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00651)

POLL VOTING RESULTS OF THE ANNUAL GENERAL MEETING AND ADJUSTMENT TO SHARE OPTIONS AND CONVERTIBLE NOTES

The Board is pleased to announce that all the resolutions proposed at the AGM were duly passed by the Shareholders by way of poll at the AGM. The Share Consolidation and the change of board lot size shall become effective 25 June 2009. Relevant adjustments to the Share Options and the Convertible Notes will be made with effect from 25 June 2009.

Reference is made to the circular of the Company dated 25 May 2009 (the “**Circular**”) in respect of, among others, the Share Consolidation and the change of board lot size for trading in the ordinary shares of the Company. Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless the context otherwise requires.

POLL VOTING RESULTS OF THE ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of Wonson International Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company (the “**AGM**”) held on 24 June 2009, all the proposed resolutions as set out in the notice of the AGM were duly passed by the Shareholders by way of poll. The Company’s share registrar in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer for the vote-taking at the AGM. As at the date of the AGM, the total number of shares in the Company entitling the holders to attend and vote for or against all the resolutions at the AGM was 37,604,982,591. There was no share in the Company entitling any Shareholder to attend and vote only against any resolution at the AGM. There were no restrictions on the Shareholders casting votes on any of the proposed resolution at the AGM.

The poll results in respect of the ordinary resolutions passed at the AGM were as follows:

RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
1.	To receive and approve the audited financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2008.	8,012,592,937 (100%)	0 (0%)
2(i)	To re-elect Mr. Chau On Ta Yuen as a director of the Company	8,012,572,937 (99.99%)	20,000 (0.01%)
2(ii)	To re-elect Mr. Li Ming as a director of the Company	8,012,592,937 (100%)	0 (0%)
2(iii)	To re-elect Mr. Hu Bai He as a director of the Company	8,012,592,937 (100%)	0 (0%)
2(iv)	To re-elect Mr. Zhang Xi Ping as a director of the Company	8,012,592,937 (100%)	0 (0%)
2(v)	To authorize the Board to fix the remuneration of the Directors	8,012,592,937 (100%)	0 (0%)
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as the Company's auditors and to authorize the Board to fix their remuneration.	8,012,592,937 (100%)	0 (0%)
4.	To grant a general mandate to the Directors of the Company to issue new shares in the capital of the Company up to a maximum of 20% of the number of issued Shares of the Company as at the date of AGM.	7,940,792,937 (99.10%)	71,800,000 (0.90%)
5.	To grant a general mandate to the Directors of the Company to purchase Shares in the capital of the Company up to a maximum of 10% of the number of issued Shares of the Company as at the date of AGM.	8,012,592,937 (100%)	0 (0%)

RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
6.	To include nominal amount of the shares repurchased by the Company granted to the Directors pursuant to resolution no.5 to the mandate granted to the Directors under resolution no.4.	7,940,792,937 (99.10%)	71,800,000 (0.90%)
7.	To approve the “refreshing” of the 10% scheme mandate limit on the number of Shares in the Company which may be allotted and issued upon exercise of the Share Options to be granted under the Company’s Share Option Scheme.	7,943,452,937 (99.14%)	69,140,000 (0.86%)
8.	To approve the Share Consolidation	7,978,492,937 (99.57%)	34,100,000 (0.43%)

As more than 50% of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions of the Company at the AGM.

The Share Consolidation and the change of board lot size for trading in the ordinary Shares of the Company shall become effective on 25 June 2009. Details, including trading arrangement, in respect of the Share Consolidation and the change of board lot size are set out in the Circular.

ADJUSTMENTS TO SHARE OPTIONS AND CONVERTIBLE NOTES

Outstanding Share Options

As at the date of this announcement, the total number of Shares in respect of which Share Options have been granted and are outstanding is 1,719,000,000. In accordance with the rules of the Share Option Scheme adopted by the Company and the supplementary guidance issued by the Stock Exchange, adjustments will be made to the exercise price and the number of Shares falling to be allotted and issued in respect of the Share Options.

The following table sets out the adjustments that will be made with effect upon the Share Consolidation becoming effective (i.e., 25 June 2009). The Company has received a certificate from its auditors, Deloitte Touche Tohmatsu, in connection with the relevant adjustments.

	As at the date of this announcement	Upon the Share Consolidation becoming effective
Share Options granted on 5 March 2008		
Number of Shares falling to be issued upon exercise of the outstanding Share Options	200,000,000	—
Exercise price per Share in respect of the outstanding Share Options	HK\$0.18	—
Adjusted number of Consolidated Shares falling to be issued upon exercise of the outstanding Share Options	—	4,000,000
Adjusted exercise price per Consolidated Share in respect of the outstanding Share Options	—	HK\$9.00
Share Options granted on 7 May 2008		
	As at the date of this announcement	Upon the Share Consolidation becoming effective
Number of Shares falling to be issued upon exercise of the outstanding Share Options	1,519,000,000	—
Exercise price per Share in respect of the outstanding Share Options	HK\$0.143	—
Adjusted number of Consolidated Shares falling to be issued upon exercise of the outstanding Share Options	—	30,380,000
Adjusted exercise price per Consolidated Share in respect of the outstanding Share Options	—	HK\$7.15

Outstanding Convertible Notes

Convertible Notes issued on 16 April 2008	As at the date of this announcement	Upon the Share Consolidation becoming effective
Number of Shares falling to be issued upon conversion of the outstanding Convertible Notes	3,383,661,013	—
Conversion price per Share in respect of the outstanding Convertible Notes	HK\$0.15	—
Adjusted number of Consolidated Shares falling to be issued upon conversion of the outstanding Convertible Notes	—	67,673,220
Adjusted conversion price per Consolidated Share in respect of the outstanding Convertible Notes	—	HK\$7.50

By order of the Board

Wonson International Holdings Limited
Chau On Ta Yuen
Chairman

Hong Kong, 24 June 2009

As at the date of this announcement, (i) the executive directors of the Company are Mr. Chau On Ta Yuen, Mr. Li Ming, Mr. Zhang Shi Hong and Mr. Wang San Long; and (ii) independent non-executive directors of the Company are Mr. Zhang Xi Ping, Ms. Xiang Siying and Mr. Hu Bai He.

** For identification purpose only*