

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



**(i) RESULT OF THE SPECIAL GENERAL MEETING  
HELD ON 22 JUNE 2011;  
(ii) EFFECTIVE DATE OF THE SHARE CONSOLIDATION;  
AND  
(iii) ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS**

**Result of the SGM**

The Company is pleased to announce that the resolution to approve the implementation of the Share Consolidation was duly passed by the Independent Shareholders by way of poll at the SGM held on 22 June 2011.

**Effective date of the Share Consolidation**

All the conditions of the Share Consolidation have been fulfilled and the Share Consolidation will become effective from 23 June 2011.

**Adjustments to the outstanding Share Options**

In accordance with the relevant terms of the share option scheme of the Company and the Listing Rules, adjustments to the exercise price and number of shares to which the outstanding Share Options are entitled will be adjusted as disclosed below upon the Share Consolidation becoming effective.

Reference is made to the announcement of EPI (Holdings) Limited (the “**Company**”) dated 16 May 2011 and 3 June 2011 and the circular of the Company dated 7 June 2011 (the “**Circular**”) in relation to, among other things, the Share Consolidation and the change in board lot size. Capitalised terms used herein have the same meanings as defined in the Circular unless otherwise defined.

## RESULT OF THE SGM

The Company is pleased to announce that the resolution (the “**Resolution**”) to approve the implementation of the Share Consolidation was duly passed by the Independent Shareholders by way of poll at the SGM held on 22 June 2011.

As at the date of the SGM, there were 20,708,775,885 Existing Shares in issue. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholders are required to abstain from voting on the Resolution at the SGM. As such, there were a total of 20,708,775,885 Existing Shares, representing 100% of the issued share capital of the Company as at the date of the SGM, entitling Shareholders to attend and vote for or against the Resolution proposed at the SGM. None of the Shareholders were entitled to attend and vote only against the Resolution proposed at the SGM.

The Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the vote-taking at the SGM. The voting result of the SGM is as follows:

<b>The Resolution</b> <sup>Note</sup>	<b>Number of Existing Shares voted (Approximate % to total number of Existing Shares voted)</b>	
	<b>For</b>	<b>Against</b>
To approve the implementation of the Share Consolidation.	4,639,465,525 (99.03%)	45,372,500 (0.97%)

*Note: The full text of the ordinary resolution is set out in the notice of the SGM dated 7 June 2011.*

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed by the Independent Shareholders.

## EFFECTIVE DATE OF THE SHARE CONSOLIDATION

All the conditions of the Share Consolidation have been fulfilled and the Share Consolidation will become effective from 23 June 2011, and the New Shares will commence trading on the Stock Exchange from 9:00 a.m. on 23 June 2011. Details of the expected timetable for the implementation of the Share Consolidation is set out in the Circular.

## ADJUSTMENTS TO THE OUSTANDING SHARE OPTIONS

In accordance with the relevant terms of the share option scheme of the Company and the Listing Rules, adjustments to the exercise price and number of shares to which the outstanding Share Options are entitled will be adjusted upon the Share Consolidation becoming effective as follows:

<b>Before completion of the Share Consolidation</b>		<b>Upon completion of the Share Consolidation</b>	
<b>Number of Existing Shares subject to the Share Options</b>	<b>Existing exercise price (per Existing Share) (HK\$)</b>	<b>Adjusted number of New Shares subject to the Share Options</b>	<b>Adjusted exercise price (per New Share) (HK\$)</b>
3,000,000	0.6420	300,000	6.4200
121,100,000	0.1564	12,109,999	1.5640
2,700,000	0.1610	270,000	1.6100

The above adjustments have been certified by Guangdong Securities Limited, the independent financial adviser appointed by the Company.

By Order of the Board  
**EPI (Holdings) Limited**  
**Wong Chi Wing, Joseph**  
*Chairman*

Hong Kong, 22 June, 2011

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wong Chi Wing, Joseph, Mr. Chu Kwok Chi, Robert and Mr. Hong Kin Choy; and three independent non-executive Directors, namely Mr. Zhu Tiansheng, Mr. Qian Zhi Hui and Mr. Cheung Yuk Ming.*

\* *For identification purpose only*