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STARLITE

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

升岡國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 485)

**POLL RESULT OF THE SPECIAL GENERAL MEETING
HELD ON 15 JUNE 2012**

<p>The Board is pleased to announce that at the SGM held on Friday, 15 June 2012, all the proposed resolution was duly passed by the Shareholders by way of poll at the SGM.</p>
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Reference is made to the circular (the “**Circular**”) of Starlight International Holdings Limited (the “**Company**”) and the notice convening the SGM both dated 1 June 2012 in relation to, among other matters, further information regarding the Subscription Agreement and the proposed issue of Convertible Notes. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless defined otherwise.

RESULT OF SGM

At the SGM, a poll was demanded by the chairman for voting on the proposed ordinary resolution. The Company’s branch share registrar in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineers at the SGM for the purpose of vote-taking.

As at the date of the SGM, the total number of issued Shares was 1,495,716,290.

As Mr. Lau, was a connected person of the Company, the issue of the Convertible Notes constitutes a non-exempted connected transaction on the part of the Company under the Listing Rules and is subject to reporting, announcement and Independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules. Pursuant to Chapter 14A of the Listing Rules, Mr. Lau and his respective associates are required to abstain from voting on the resolution at the SGM to approve, among others, the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the issue of the Convertible Notes.

Save for Mr. Lau and his respective associates, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquires, no parties have material interest in relation to the issue of Convertible Notes.

Accordingly, there were a total of 745,210,058 Shares entitling the Shareholders to vote for or against the resolution approving, among others, the Subscription Agreement and the transactions contemplated thereunder, including but not limited to the issue of the Convertible Notes.

The Board is pleased to announce that the proposed resolution was duly passed by the Shareholders by way of poll at the SGM. The poll result in respect of the resolution at the SGM was as follow:

Ordinary Resolution	Number of votes (approximate %)	
	For	Against
To approve the Subscription Agreement and the transactions contemplated thereunder (including but not limited to the allotment and issue of the Conversion Shares)	60,877,427 (100.00 %)	0 (0.00%)

As more than 50% of the votes were cast in favour of all the ordinary resolution, the resolution was duly passed at the SGM.

By Order of the Board
Starlight International Holdings Limited
Lau Sak Hong, Philip
Executive Director

Hong Kong, 15 June 2012

As at the date of this announcement, the Board comprised Mr. Lau Sak Hong, Philip, Mr. Lau Sak Kai, Anthony, Mr. Lau Sak Yuk, Andy and Ms. Lau Chu Lan, Carol as executive Directors; Mr. Peter Hon Sheung Tin as non-executive Director and Mr. Ho Hau Chong, Norman, Mr. Chan Chak Chung and Mr. Chuck Winston Calptor as independent non-executive Directors.

** For identification purposes only*