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**SAU SAN TONG HOLDINGS LIMITED**

**修身堂控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8200)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 11 FEBRUARY 2010  
AND  
ADJUSTMENTS TO SHARE OPTIONS**

The Board is pleased to announce that the ordinary resolutions proposed at the extraordinary general meeting (the “EGM”) were duly passed by the Shareholders and Independent Shareholders by way of poll at the EGM held on 11 February 2010.

Reference is made to the notice of the extraordinary general meeting (the “EGM”) of Sau San Tong Holdings Limited (the “Company”) dated 27 January 2010 (the “Notice of EGM”) and the circular of the Company dated 27 January 2010 (the “Circular”). Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular.

**POLL RESULTS OF THE EGM**

The board of directors of the Company (the “Board”) is pleased to announce that, at the EGM on 11 February 2010, (i) the ordinary resolution approving the Share Consolidation (the “Resolution No. 1”) was duly passed by the Shareholders by way of poll; and (ii) the ordinary resolution approving the grant of the New General Mandate to allot and issue shares (the “Resolution No. 2”) was duly passed by the Independent Shareholders by way of poll.

*\* For identification purpose only*

Tricor Standard Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer for the vote-taking at the EGM.

The poll results in respect of the ordinary resolutions proposed at the EGM were as follows:

Ordinary Resolutions		Number of votes (Approximate percentage)	
		For	Against
1.	To approve the Share Consolidation as set out in the Ordinary Resolution No. 1 of the notice of the EGM dated 27 January 2010	2,715,592,364 (99.96%)	1,000,000 (0.04%)
2.	To approve granting a New General Mandate to directors to allot and issue the Company's shares not exceeding 20% of the issued share capital of the Company at the date of the resolution as set out in the Ordinary Resolution No. 2 of the notice of the EGM dated 27 January 2010	1,333,532,364 (99.93%)	1,000,000 (0.07%)

*Note: The full text of the ordinary resolutions proposed at the EGM was set out in the Notice of EGM.*

All the resolutions were duly passed as ordinary resolutions as more than 50% of the votes were cast in favour of each of the resolutions.

As at the date of the EGM, the total number of the Shares in issue was 5,951,250,000 Shares. The total number of the Shares entitling the holders to attend and vote for or against the Resolution No. 1 at the EGM was 5,951,250,000 Shares, representing 100% of the total issued share capital of the Company as at the date of the EGM. None of these 5,951,250,000 Shares were the Shares entitling the holders to attend and vote only against the Resolution No. 1 at the EGM.

As stated in the Circular, Dr. Cheung Yuk Shan, Shirley ("Dr. Cheung"), an executive director, was interested in 1,495,620,000 Shares representing approximately 25.13% of the total issued capital of the Company. Dr. Cheung and her associate(s) have abstained from voting in favour of Resolution No. 2 in accordance with Rule 17.47(4) of the GEM Listing Rules. As a result of Dr. Cheung's and her associate(s) abstention, the number of Shares entitling the holders to attend and vote for or against Resolution No. 2 at the EGM was 4,455,630,000, representing 74.87% of the total issued share capital of the Company as at the date of the EGM.

There were no Independent Shareholders who were entitled to attend and vote only against the Resolution No. 2 at the EGM. Save as disclosed above, there were no restrictions on any Shareholder to cast votes in respect of the resolutions proposed at the EGM.

## ADJUSTMENT TO THE SHARE OPTIONS

As at the date of this announcement, there are 99,583,113 outstanding Share Options entitling the holders thereof to subscribe for a total of 99,583,113 Shares. Pursuant to the terms of the Share Option Scheme, the exercise price of the Share Options granted under the Share Option Scheme and the number of Shares to be allotted and issued upon full exercise of the subscription rights attaching to the 99,583,113 outstanding Share Options have been adjusted (the “Share Options Adjustments”) as a result of the completion of the Share Consolidation. The summary of the Share Options Adjustments are set out in the table below:

Date of Grant	Exercise period	Before completion of the Share Consolidation		Upon completion of the Share Consolidation	
		Number of Share Options outstanding	Exercise price of Share Options (HK\$)	Adjusted number of Share Options outstanding	Adjusted exercise price of Share Options (HK\$)
10 September 2004	10 September 2004 to 3 November 2013	42,035,928	0.1218	2,101,796	2.436
20 May 2005	20 May 2005 to 19 May 2010	3,362,874	0.1270	168,143	2.540
6 September 2005	6 September 2005 to 5 September 2010	54,184,311	0.1159	2,709,215	2.318
		<u>99,583,113</u>		<u>4,979,154</u>	

The Company’s independent financial adviser, Guangdong Securities Limited, has confirmed in writing that the Share Option Adjustments are in accordance with the terms of the Share Option Scheme and are in compliance with the requirements set out in Rule 23.03(13) of the GEM Listing Rules and the supplementary guidance on it dated 5 September 2005.

For and on behalf of  
**SAU SAN TONG HOLDINGS LIMITED**  
**Cheung Yuk Shan, Shirley**  
Chairman

Hong Kong, 11 February 2010

*As at the date of this announcement, the Board comprises executive directors namely Dr. Cheung Yuk Shan, Shirley (Chairman) and Mr. Cheung Ka Heng, Frankie; independent non-executive directors namely Mr. Hong Po Kui, Martin, Mr. Li Kuo Hsing and Ms. Hui Yat Lam.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of the Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material aspects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

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