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## **SCHRAMM HOLDING AG**

### **星亮控股股份公司\***

*(A joint stock company incorporated under the laws of Germany)*

**(Stock Code: 955)**

### **ANNOUNCEMENT**

## **ANNUAL GENERAL MEETING HELD ON 30 JUNE 2011 — POLL RESULTS**

<p>The Management Board is pleased to announce that all the proposed resolutions were duly passed by way of poll at the AGM.</p>
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### **RESULTS OF THE ANNUAL GENERAL MEETING**

The management board (the “Management Board”) of Schramm Holding AG (the “Company”) is pleased to announce that the annual general meeting of the Company was held on 30 June 2011 (the “AGM”) at the conference room of Norton Rose LLP at Theatinerstrasse 11, 80333 Munich, Germany which was viewed live at 18/F, The Ballroom, The Mira Hong Kong, 118 Nathan Road, Tsimshatsui, Kowloon, Hong Kong.

The number of issued shares of the Company (the “Shares”) as at the date of the AGM was 19,905,000, which was the total number of Shares entitling the shareholders of the Company (the “Shareholders”) to attend and vote for or against the resolutions under agenda items 3 to 16 (except for agenda items 4, 5, 6, 12 and 13) at the AGM.

According to the prohibition to cast votes pursuant to section 136 of the German Stock Corporation Act, any Shareholder who was a member of the Management Board during the business year ended 31 December 2010 and any corporate shareholder on which a member of the Management Board during the business year ended 31 December 2010 has a substantial influence was required to abstain from voting on agenda item 4, and any Shareholder who was a member of the supervisory board (the “Supervisory Board”) of the Company during the business year ended 31 December 2010 and any corporate shareholder on which a member of the Supervisory Board during the business year ended 31 December 2010 has a substantial influence was required to abstain from voting on agenda item 5. The total number of Shares entitling the Shareholders to attend and vote for or against agenda item 4 at the AGM was 19,593,720, representing 98.44% of the total issued share capital of the Company. Mr. Kyung Seok CHAE who was interested in 11,280 Shares and Myriad Fine Investment Ltd. who was interested in 300,000 Shares as at the date of the AGM (in total representing approximately 1.56% of the issued share capital of the Company), being subject to prohibition of voting, has

abstained from voting on agenda item 4 at the AGM. The total number of Shares entitling the Shareholders to attend and vote for or against agenda item 5 at the AGM was 5,868,000, representing 29.48% of the total issued share capital of the Company. SSCP Co., Ltd., The Humble Humanity Limited and SSCP Holdings (Hong Kong) Limited (formerly known as “Samsung Bestview (Hong Kong) Co., Ltd.”) who were interested in 14,037,000 Shares in aggregate as at the date of the AGM (representing approximately 70.52% of the issued share capital of the Company), being subject to prohibition of voting, have abstained from voting on agenda item 5 at the AGM.

As Mr. Kyung Seok CHAE, who was interested in 11,280 Shares as at the date of the AGM (representing approximately 0.06% of the issued share capital of the Company) was prohibited from approving his own service contract due to conflict of interest, he has abstained from voting on agenda item 6 pursuant to the Listing Rules. The total number of Shares entitling the Shareholders to attend and vote for or against agenda item 6 at the AGM was 19,893,720, representing approximately 99.94% of the total issued share capital of the Company.

As SSCP has a material interest in the transactions under the New Toll Manufacturing Agreement and the New Master Purchase Agreement, SSCP, its subsidiaries, and shareholders of the Company who are controlled by SSCP were required to abstain from voting on agenda items 12 and 13 pursuant to the Listing Rules.

SSCP, The Humble Humanity Limited and SSCP Holdings (Hong Kong) Limited which were interested in 14,037,000 Shares in aggregate as at date of the AGM (representing approximately 70.52% of the issued share capital of the Company), have abstained from voting on agenda items 12 and 13 at the AGM. The total number of Shares entitling the Shareholders to attend and vote for or against agenda items 12 and 13 at the AGM was 5,868,000, representing approximately 29.48% of the total issued share capital of the Company.

There was no Share entitling the Shareholder to attend and vote only against the resolutions under the proposed agenda items at the AGM.

The poll results in respect of the proposed agenda items at the AGM were as follows:

Items of the Agenda	Number of shares for which valid votes have been cast	Percentage of the total share capital	Number of votes (%)		Number of shares represented at the AGM for which no vote has been cast
			FOR	AGAINST	
1. Presentation of the Report of the Supervisory Board for the business year ended 31 December 2010.			No vote was required.		
2. Presentation of the confirmed annual financial statements, the approved consolidated financial statements and the group report.			No vote was required.		
3. Resolution on the appropriation of the net profit of Schramm Holding AG and on the payment of a dividend for the year ended 31 December 2010.	7,035,840	35.34709872%	7,035,440 (99.994315%)	400 (0.005685%)	12,755,320
4. Resolution on the ratification of the actions of the members of the Management Board.	7,035,840	35.34709872%	7,035,760 (99.998863%)	80 (0.001137%)	12,444,040
5. Resolution on the ratification of the actions of the members of the Supervisory Board.	583,840	2.933132379%	583,760 (99.986298%)	80 (0.013702%)	5,170,320
6. Resolution on the service contract of Mr. Kyung Seok Chae.	7,035,840	35.34709872%	7,035,600 (99.996589%)	240 (0.003411%)	12,744,040
7. Resolution on the appointment of auditors for the audit of the annual and the consolidated financial statements and for the review of any interim financial statements and any reports.	7,035,840	35.34709872%	7,035,760 (99.998863%)	80 (0.001137%)	12,755,320
8. Resolution on the appointment of auditors for the audit of the annual and the consolidated financial statements according to the requirements of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.	7,035,840	35.34709872%	7,035,760 (99.998863%)	80 (0.001137%)	12,755,320
9. Resolution on the approval of the remuneration system for the members of the Management Board.	7,035,840	35.34709872%	7,035,600 (99.996589%)	240 (0.003411%)	12,755,320
10. Resolution on the creation of a new Authorised Capital 2011/II.	7,035,840	35.34709872%	7,035,680 (99.997726%)	160 (0.002274%)	12,755,320
11. Resolution on amendment to the Articles of Association for the creation of a new Authorised Capital 2011/II.	7,035,840	35.34709872%	7,035,680 (99.997726%)	160 (0.002274%)	12,755,320
12. Resolution on the entering of the New Toll Manufacturing Agreement and the respective annual cap amounts.	583,840	2.933132379%	583,760 (99.986298%)	80 (0.013702%)	5,170,320
13. Resolution on the entering of the New Master Purchase Agreement and the respective annual cap amounts.	583,840	2.933132379%	583,760 (99.986298%)	80 (0.013702%)	5,170,320
14. Resolution on the amendment to the Articles of Association in section 13 paragraph 4.	7,035,840	35.34709872%	7,035,760 (99.998863%)	80 (0.001137%)	12,755,320
15. Resolution on amendment to the Articles of Association in section 16 paragraph 2 sentence 1.	7,035,840	35.34709872%	7,035,760 (99.998863%)	80 (0.001137%)	12,755,320
16. Resolution on the authorisation to acquire own shares and to cancel the acquired own shares (general mandate to repurchase share capital of Schramm Holding AG according to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited).	7,035,840	35.34709872%	7,035,760 (99.998863%)	80 (0.001137%)	12,755,320

*Note:* The full text of the proposed agenda items was set out in the notice of AGM dated 30 May 2011.

Computershare Hong Kong Investor Services Limited, the Company's share registrar in Hong Kong, acted as scrutineer for the poll at the AGM.

By Order of the Board  
**Kyung Seok CHAE**  
*Director*

Hong Kong, 30 June 2011

At the date of this announcement,

*Management Board comprises of:*

Mr Peter BRENNER  
Mr Kyung Seok CHAE  
Dr Sung Su HAN

*Supervisory Board comprises of:*

Mr Jung Hyun OH  
Mr Jeong Ghi KOO  
Mr Min Koo SOHN  
Mr Bang Seon KO #  
Mr Choong Min LEE #  
Mr Kiyong SHIN #

# *Independent supervisors*

\* *for identification purpose only*