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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

EXTRAORDINARY GENERAL MEETING HELD ON 10 FEBRUARY 2012 — POLL RESULTS APPOINTMENT OF INDEPENDENT SUPERVISORS

The Management Board is pleased to announce that (1) all the proposed resolutions were duly passed by way of poll at the EGM; and (2) Mr. Derek Welch, Mr. Nigel Bicknell and Mr. Jos Sclater have been appointed as independent supervisors of the Company with effect from 10 February 2012.

RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The management board (the “**Management Board**”) of Schramm Holding AG (the “**Company**”) is pleased to announce that the extraordinary general meeting of the Company was held on 10 February 2012 (the “**EGM**”) at the office of Norton Rose LLP at Theatinerstrasse 11, 80333 Munich, Germany which was viewed live at Fountains Room 1–2, LG/F, Hotel Nikko Hong Kong, 72 Moody Road, Tsimshatsui East, Kowloon, Hong Kong.

The number of issued shares of the Company (the “**Shares**”) as at the date of EGM was 19,905,000 and the total number of Shares entitling the Shareholders to attend and vote for or against items 1 to 8 at the EGM was 19,905,000. There was no Share entitling the Shareholder to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) or abstain from voting as required under the Listing Rules.

The poll results in respect of the proposed agenda items at the EGM 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 shares voted for	Number of votes for percentage (%)	Number of shares voted against	Number of votes against percentage (%)	Number of shares represented at the EGM for which no vote has been cast
1 Resolution on the transfer of the shares of the minority shareholders to the major shareholder against payment of cash compensation according to section 327a et seq. German Stock Corporation Act ("AktG") (Squeeze out of minority shareholders)	19,788,840	99.41642803	19,788,760	99.999596	80	0.000404	0
2 Resolution on the ratification of the actions of the members of the Supervisory Board	19,788,760	99.41602612	19,788,760	100	0	0	80
3 Resolution on appointment of Mr. Dietmar Stolle as Supervisory Board member	19,788,760	99.41602612	19,788,760	100	0	0	80
4 Resolution on appointment of Mr. Conrad Keijzer as Supervisory Board member	19,788,760	99.41602612	19,788,760	100	0	0	80
5 Resolution on appointment of Mr. Alexander Johannes Gunst as Supervisory Board member	19,788,840	99.41642803	19,788,760	99.999596	80	0.000404	0
6 Resolution on the appointment of Mr. Derek Welch as new Supervisory Board member (independent supervisor)	19,788,760	99.41602612	19,788,760	100	0	0	80
7 Resolution on the appointment of Mr. Nigel Bicknell as new Supervisory Board member (independent supervisor)	19,788,840	99.41642803	19,788,760	99.999596	80	0.000404	0
8 Resolution on the appointment of Mr. Jos Sclater as new Supervisory Board member (independent supervisor)	19,788,760	99.41602612	19,788,760	100	0	0	80

Note: The full text of the proposed agenda items was set out in the invitation to EGM enclosed in the circular of the Company dated 30 December 2011.

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

APPOINTMENT OF INDEPENDENT SUPERVISORS

As stated above, the resolutions for the appointment of Mr. Derek Welch, Mr. Nigel Bicknell and Mr. Jos Sclater as independent supervisors of the Company were duly passed at the EGM. Mr. Welch, Mr. Bicknell and Mr. Sclater have been appointed as independent supervisors of the Company with effect from 10 February 2012. Accordingly, the Company has complied with the minimum number of independent non-executive directors under the Rule 3.10(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The biographical details of Mr. Welch, Mr. Bicknell and Mr. Sclater are set out in the circular of the Company dated 30 December 2011.

The Management Board would like to take this opportunity to welcome Mr. Welch, Mr. Bicknell and Mr. Sclater on joining the Company.

By Order of the Board
Kyung Seok CHAE
Director

Hong Kong, 10 February 2012

The Directors and Supervisors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the members of the Management Board of Schramm Holding AG are Mr. Peter Brenner and Mr. Kyung Seok Chae; the members of the Supervisory Board of Schramm Holding AG are Mr. Conrad Keijzer, Mr. Dietmar Stolle, Mr. Alexander Johannes Gunst and Mr. Derek Welch[#], Mr. Nigel Bicknell[#] and Mr. Jos Sclater[#].

[#] *Independent Supervisors*

^{*} *for identification purpose only*