

USI Holdings Limited
富聯國際集團有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 369)

**POLL RESULT OF SPECIAL GENERAL MEETING
DISCLOSEABLE AND CONNECTED TRANSACTION
FORMATION OF A JOINT VENTURE**

As at the Special General Meeting of the Company held on 6 June 2008, the ordinary resolution to approve the execution by the Company of a joint venture and shareholders agreement dated 23 April 2008 with Kualiti Gold Sdn Bhd and DNP Holdings Berhad (the “Resolution”) was duly passed by the Independent Shareholders by way of poll.

Reference is made to the announcement dated 24 April 2008 issued by the Company and the shareholder circular dated 22 May 2008 issued by the Company (the “Circular”). Unless otherwise stated, terms defined in the Circular shall have the same meanings when used in this announcement.

RESULT OF THE SPECIAL GENERAL MEETING

As at the date of the SGM, the total number of Shares was 987,997,168. Wing Tai and its associates were required to abstain from voting on the Resolution at the SGM. As at the date of the SGM, Wing Tai and its associates were in aggregate interested in 332,152,024 Shares and, therefore, the total number of Shares held by the Independent Shareholders was 655,845,144. The Board confirms that Wing Tai and its associates abstained from voting on the Resolution.

There were no Shares in respect of which their holders were only entitled to attend the SGM and vote against the Resolution.

A quorum was present throughout the SGM and the Company’s branch share registrars in Hong Kong, Tricor Standard Limited, was appointed as the scrutineer for the vote-taking at the SGM. The result of the voting at the SGM is as follows:-

Ordinary Resolution (Details of which are set out in the SGM Notice)	Number of Votes (Approx. %)	
	For	Against
To approve the execution by the Company of a joint venture and shareholders agreement dated 23 April 2008 with Kualiti Gold Sdn Bhd and DNP Holdings Berhad.	315,795,034 (99.94%)	182,000 (0.06%)

Note The numbers of votes and percentages set out in the above table are based on the total number of Shares held by the Independent Shareholders who attended and voted at the SGM in person or by proxy or corporate representative.

* For identification purpose only

Accordingly, the Resolution was duly passed by way of poll at the SGM.

By Order of the Board
USI Holdings Limited
Fung Ching Man, Janet
Company Secretary & Chief Financial Officer

Hong Kong, 6 June 2008

As at the date of this announcement, the directors of the Company are:

Executive directors:

Mr. Cheng Wai Chee, Christopher, Mr. Cheng Wai Sun, Edward, Mr. Cheng Man Piu, Francis, Mr. Chow Wai Wai, John, Mr. Ng Tak Wai, Frederick and Mr. Au Hing Lun, Dennis

Non-executive directors:

Mr. Kwok Ping Luen, Raymond, Mr. Wong Yick Kam, Michael (also an alternate to Kwok Ping Luen, Raymond), Mr. Hong Pak Cheung, William and Mr. Loh Soo Eng

Independent non-executive directors:

Mr. Simon Murray, Mr. Fang Hung, Kenneth and Mr. Yeung Kit Shing, Jackson