

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

# **TAI SHING**

**Tai Shing International (Holdings) Limited**

**泰盛國際（控股）有限公司\***

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

**(Stock Code: 8103)**

- (1) ANNOUNCEMENT OF POLL RESULTS OF  
THE ANNUAL GENERAL MEETING HELD ON 4 AUGUST 2010;  
(2) CHANGE OF DIRECTORS;  
(3) CHANGE OF AUTHORISED REPRESENTATIVES AND PROCESS AGENT;  
(4) CHANGE OF COMPLIANCE OFFICER;  
(5) CHANGE OF CHAIRMAN OF THE BOARD; AND  
(6) CHANGES TO THE COMPOSITION OF THE AUDIT COMMITTEE  
OF THE COMPANY**

## **AGM RESULTS**

The Board is pleased to announce that at the AGM held on 4 August 2010, all the proposed resolutions as set out in the AGM Notice were duly passed by way of poll.

## **CHANGE OF DIRECTORS AND CHANGE OF THE COMPOSITION OF THE AUDIT COMMITTEE**

The Board announces that each of Mr. Luk Yat Hung and Mr. Peng Lijun retired from his office as Director at the AGM and had not offered himself for re-election. Prior to their respective retirement, Mr. Luk Yat Hung was also the chairman of the Board while Mr. Peng Lijun was a member of the Audit Committee. Accordingly, the composition of the Audit Committee was re-constituted.

The Board further announces that on 4 August 2010, Mr. Wong Chung Wai, Eric was appointed as the chairman of the Board with effect from 4 August 2010.

## **CHANGE OF AUTHORISED REPRESENTATIVES AND PROCESS AGENT**

The Board announces that Mr. Luk Yat Hung and Mr. Young Wai Ching ceased to be the Company's authorised representatives for the purpose of Rule 5.24 of the GEM Listing Rules with effect from 4 August 2010. Mr. Wong Chung Wai, Eric and Mr. Chan Yun Sang have been appointed as the Company's authorised representatives for the purpose of Rule 5.24 of the GEM Listing Rules with effect from 4 August 2010.

The Board further announces that Mr. Luk Yat Hung has ceased to be the Company's process agent under Part XI of the Companies Ordinance with effect from 4 August 2010. Mr. Wong Chung Wai, Eric has been appointed as the Company's process agent under Part XI of the Companies Ordinance with effect from 4 August 2010.

*\* For identification purpose only*

## CHANGE OF COMPLIANCE OFFICER

The Board announces that Ms. Li Wenli has ceased to be the Company's compliance officer with effect from 4 August 2010. Mr. Wong Chung Wai, Eric has been appointed as the Company's compliance officer with effect from 4 August 2010.

## ANNOUNCEMENT OF POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 4 AUGUST 2010

Reference is made to the notice ("AGM Notice") of the annual general meeting ("AGM") of Tai Shing International (Holdings) Limited ("Company") and the circular of the Company ("Circular") both dated 30 June 2010.

The board ("Board") of directors (each, a "Director") of the Company is pleased to announce that all the resolutions proposed at the AGM as set out in the AGM Notice were duly passed by the shareholders of the Company (each, a "Shareholder") at the AGM held on 4 August 2010 by way of poll.

As at the date of the AGM, the number of issued shares of the Company was 1,565,700,000 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against all the proposed resolutions at the AGM. To the best of the Directors' knowledge, information and belief, no Shareholder had a material interest in any of the matters to be considered at the AGM and was required to abstain from voting on any resolution proposed at the AGM. None of the Shareholders were only entitled to attend and vote only against the resolutions proposed at the AGM. The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer of the vote-taking at the AGM.

The poll results at the AGM were as follows:

Ordinary resolutions		Number of votes (%)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended 31 March 2010	205,320,050 100%	0 0%
2.	To re-elect Mr. Wong Chung Wai, Eric as an executive director of the Company	205,320,050 100%	0 0%
3.	To re-elect Mr. Chan Yun Sang as an executive director of the Company	205,320,050 100%	0 0%
4.	To re-elect Mr. Ng Chi Wing as an executive director of the Company	205,320,050 100%	0 0%
5.	To re-elect Mr. Lee Kwok Yung as an independent non-executive director of the Company	205,320,050 100%	0 0%
6.	To authorise the board of directors to fix the remuneration of the directors	205,320,050 100%	0 0%
7.	To re-appoint auditors and to authorise the board of directors to fix their remuneration	205,320,050 100%	0 0%
8.	To grant a general mandate to the directors to issue shares of the Company	205,320,050 100%	0 0%
9.	To grant a general mandate to the directors to repurchase shares of the Company	205,320,050 100%	0 0%
10.	To extend the general mandate granted to the directors to issue shares by the nominal amount of shares repurchased	205,320,050 100%	0 0%

## **CHANGE OF DIRECTORS**

The Board announces that each of Mr. Luk Yat Hung and Mr. Peng Lijun retired from his office as Director at the AGM and had not offered himself for re-election. Prior to their respective retirement, Mr. Luk Yat Hung was also the chairman of the Board while Mr. Peng Lijun was a member of the Audit Committee.

Mr. Luk Yat Hung and Mr. Peng Lijun confirmed that their decisions for not offering themselves for re-election were due to their other business commitment and there was no disagreement with the Board and no other matter regarding their resignations that ought to be brought to the attention of the Shareholders.

The Board would like to extend its gratitude to Mr. Luk Yat Hung and Mr. Peng Lijun for their invaluable efforts and contributions to the Company during their respective terms of tenure.

## **CHANGE OF AUTHORISED REPRESENTATIVES AND PROCESS AGENT**

The Board announces that, in view of the retirement of Mr. Luk Yat Hung and re-allocation of duties among the Directors and the company secretary of the Company, Mr. Luk Yat Hung and Mr. Young Wai Ching have ceased to be the Company's authorised representatives for the purpose of Rule 5.24 of the Rules ("GEM Listing Rules") Governing the Listing of Securities on the Growth Enterprise Market ("GEM") of The Stock Exchange of Hong Kong Limited with effect from 4 August 2010.

With effect from the same date, Mr. Wong Chung Wai, Eric and Mr. Chan Yun Sang, both are executive Directors, have been appointed as the Company's authorised representatives for the purpose of Rule 5.24 of the GEM Listing Rules in order to fill the casual vacancy caused by the cessation of Mr. Luk Yat Hung and Mr. Young Wai Ching as the authorised representatives of the Company for the purpose of Rule 5.24 of the GEM Listing Rules.

The Board further announces that, in view of the retirement of Mr. Luk Yat Hung, Mr. Luk Yat Hung has ceased to be the Company's process agent under Part XI of the Companies Ordinance (Cap. 32 of the laws of Hong Kong ) ("Companies Ordinance") with effect from 4 August 2010.

With effect from the same date, Mr. Wong Chung Wai, Eric, an executive Director, has been appointed as the Company's process agent under Part XI of the Companies Ordinance.

## **CHANGE OF COMPLIANCE OFFICER**

The Board announces that, in view of the re-allocation of duties among the executive Directors, Ms. Li Wenli, an executive Director, ceased to be the compliance officer of the Company with effect from 4 August 2010.

With effect from the same date, Mr. Wong Chung Wai, Eric, an executive Director, has been appointed as the compliance officer of the Company.

## **CHANGE OF CHAIRMAN OF THE BOARD**

The Board announces that on 4 August 2010, Mr. Wong Chung Wai, Eric, an executive Director, was appointed as the chairman of the Board in place of Mr. Luk Yat Hung with effect from 4 August 2010.

Mr. Wong Chung Wai Eric, aged 48, is experienced in fund management and corporate planning. Prior to joining the Company, he held various senior management positions in a number of companies which provide corporate planning and financial services. Presently, Mr. Wong Chung Wai, Eric is an independent non-executive director of Soluteck Holdings Limited (Stock Code: 8111), a company incorporated in the Cayman Islands whose securities are listed on GEM. Mr. Wong Chung Wai, Eric is also a director of Trend Brilliant Limited, a wholly-owned subsidiary of the Company incorporated in Hong Kong.

There is no service contract between the Company and Mr. Wong Chung Wai, Eric. Mr. Wong Chung Wai, Eric is not appointed for any specified term and is subject to retirement by rotation and other related provisions as stipulated in the articles of association of the Company.

The remuneration of Mr. Wong Chung Wai, Eric is HK\$15,000 per month which is determined by the Board with reference to the prevailing market conditions, his roles and responsibilities.

Save as disclosed above, Mr. Wong Chung Wai, Eric has not held any other major appointment and qualifications, nor does he have any relationship with any Director, senior management, management shareholders or substantial or controlling shareholders of the Company.

Other than the directorship in the Company and save as disclosed above, Mr. Wong Chung Wai, Eric does not hold other positions with the Company or other members of the Company and has not held any directorship in other listed companies in the past three years.

As at the date of this announcement, Mr. Wong Chung Wai, Eric was interested in 10,000,000 shares of HK\$0.005 each in the share capital of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong).

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on GEM and there is no other matters relating to which needs to be brought to the attention of the Shareholders.

#### **CHANGES TO THE COMPOSITION OF THE AUDIT COMMITTEE OF THE COMPANY**

The Board also announces that with effect from 4 August 2010, Mr. Peng Lijun ceases to be a member of the audit committee (“**Audit Committee**”).

With effect from 4 August 2010, the Audit Committee comprises three independent non-executive Directors, namely (i) Mr. Tang Sze Lok (as chairman); (ii) Professor Ip Ho Shing, Horace; and (iii) Mr. Yan Yonghong.

By order of the Board  
**Tai Shing International (Holdings) Limited**  
**Wong Chung Wai, Eric**  
*Director*

Hong Kong, 4 August 2010

As at the date of this announcement, the board of Directors comprises the following Directors:

*Executive Directors:*

Mr. Wong Chung Wai, Eric (*Chairman*)

Ms. Li Wenli

Mr. Chan Yun Sang

Mr. Ng Chi Wing

*Independent non-executive Directors:*

Professor Ip Ho Shing, Horace

Mr. Yan Yonghong

Mr. Tang Sze Lok

Mr. Lee Kwok Yung

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication.*