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# **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)**

**(I) RESULTS OF EXTRAORDINARY GENERAL MEETING;**

**(II) LAPSE OF RIGHTS ISSUE**

**AND**

**(III) RESUMPTION OF TRADING**

## **POLL RESULTS OF THE EGM**

The Directors announced that the Ordinary Resolutions in relation to (i) the Underwriting Agreement and the Rights Issue in accordance with the terms of the Underwriting Agreement and the Circular; and (ii) the Whitewash Waiver were not approved by way of poll by the Independent Shareholders at the EGM held on 7 July 2009.

The Rights Issue and the Whitewash Waiver were not approved by the Independent Shareholders at the EGM, and thus the Underwriting Agreement will not become unconditional and the Rights Issue will not proceed based on the conditions of the Rights Issue as set out in the Circular. Accordingly, the Prospectus, PAL and EAF will not be issued and despatched.

## **RESUMPTION OF TRADING**

Trading in the Shares on the Stock Exchange was suspended at the request of the Company with effect from 9:30 a.m. on 7 July 2009 pending the release of this announcement. Application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares with effect from 9:30 a.m. on 8 July 2009.

**Shares have been trading on an ex-rights basis since 30 June 2009. Shareholders and potential investors should exercise caution when dealing in the Shares.**

References are made to the announcements of Tai Shing International (Holdings) Limited (the “**Company**”) dated 2 April 2009, 22 April 2009, 28 April 2009 and 18 June 2009 and the circular of the Company dated 19 June 2009 (the “**Circular**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise defined herein.

*\* For identification purposes only*

## POLL RESULTS OF THE EGM

The EGM was held on 7 July 2009 to consider the ordinary resolutions (the “**Ordinary Resolutions**”) approving (i) the Underwriting Agreement and the Rights Issue in accordance with the terms of the Underwriting Agreement and the Circular; and (ii) the Whitewash Waiver. The Directors announced that all the Ordinary Resolutions were not approved by way of poll by the Independent Shareholders at the EGM.

As at the date of the EGM, a total of 109,190,000 Shares were in issue. WS and its associates and parties acting in concert with any of them (including Mr. Luk Yat Hung), holding 21,542,476 Shares (representing approximately 19.7% of the issued share capital of the Company as at the date of the EGM), had abstained from voting on each of the Ordinary Resolutions in accordance with Listing Rules and Takeovers Code. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolutions at the EGM was 87,647,524 Shares, representing approximately 80.3% of the issued share capital of the Company as at the date of EGM. The number of Shares held by the Independent Shareholders who attended and voted at the EGM was 32,103,000, representing approximately 29.4% of the issued share capital of the Company as at the date of the EGM.

The poll results of the EGM were as follows:

Ordinary Resolutions	Number of Shares voted (percentage of total number of Shares voted)	
	For	Against
To approve the Underwriting Agreement and the Rights Issue in accordance with the terms of the Underwriting Agreement and the Circular	169,000 (0.53%)	31,934,000 (99.47%)
To approve the Whitewash Waiver	169,000 (0.53%)	31,934,000 (99.47%)

Accordingly, the Ordinary Resolutions were not passed by way of poll at the EGM.

Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the purpose of the vote-taking at the EGM.

The Rights Issue and the Whitewash Waiver were not approved by the Independent Shareholders at the EGM, and thus the Underwriting Agreement will not become unconditional and the Rights Issue will not proceed based on the conditions of the Rights Issue as set out in the Circular.

Accordingly, the Prospectus, PAL and EAF will not be issued and despatched. Although the Rights Issue will not proceed, the Directors consider that there is no material adverse impact on the financial position of the Company.

## RESUMPTION OF TRADING

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**Shares have been trading on an ex-rights basis since 30 June 2009. Shareholders and potential investors should exercise caution when dealing in the Shares.**

By Order of the Board  
**Tai Shing International (Holdings) Limited**  
**Luk Yat Hung**  
*Chairman and Executive Director*

Hong Kong, 7 July 2009

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

*Executive Directors:*

Mr. Luk Yat Hung (*Chairman*)

Ms. Li Wenli

*Independent non-executive Directors:*

Professor Ip Ho Shing, Horace

Mr. Yan Yonghong

Mr. Peng Lijun

Mr. Tang Sze Lok

*This announcement, for which the Directors 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: (1) the information contained in this announcement is accurate and complete in all material respects 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.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable enquiries, 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.*

*This announcement will remain on the “Latest Company Announcements” page of GEM website for at least 7 days from its date of publication.*