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## IMPORTANT

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**If you are in doubt** as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares and/or warrants in **Topsearch International (Holdings) Limited**, you should at once hand this circular to the purchaser or the transferee or to the bank or stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

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## TOPSEARCH INTERNATIONAL (HOLDINGS) LIMITED 至卓國際（控股）有限公司\*

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 2323)**

*Executive Directors:*

Mr. Cheok Ho Fung (*Chairman*)  
Mr. Liu Wai On  
Mr. Kwok Chi Kwong, Danny

*Non-executive Directors:*

Mr. Tang Yok Lam, Andy  
Mr. Ng Kwok Ying, Alvin

*Independent non-executive Directors:*

Mr. Leung Shu Kin, Alfred  
Mr. Wong Wing Kee  
Mr. Ng Kee Sin  
Mr. Xiang Dong

*Registered office:*

Canon's Court  
22 Victoria Street  
Hamilton HM12  
Bermuda

*Principal place of business:*

3406 China Merchants Tower  
Shun Tak Centre  
168-200 Connaught Road Central  
Hong Kong

8 October 2008

*To the warrant holders of the Company (and, for information only,  
to the shareholders of the Company)*

Dear Sir or Madam,

### **EXPIRY OF SUBSCRIPTION RIGHTS ATTACHING TO THE 2008 WARRANTS (STOCK CODE: 470)**

The board of directors of Topsearch International (Holdings) Limited (the "Company") wishes to remind holders of its warrants (stock code: 470) (the "2008 Warrants") carrying rights to subscribe for shares of HK\$0.10 each in the share capital of the Company (the "Shares") from 26 June 2006 to 31 October 2008 (both dates inclusive) at a subscription price of HK\$1.20 per Share (subject to adjustment) that according to the terms and conditions of the 2008 Warrants, the subscription rights attaching to the 2008 Warrants (the "Subscription Rights") will expire

\* for identification purposes only

at 4:30 p.m. on Friday, 31 October 2008 and THEREAFTER ANY SUBSCRIPTION RIGHTS ATTACHING TO THE 2008 WARRANTS WHICH HAVE NOT BEEN EXERCISED SHALL LAPSE AND THE CERTIFICATES FOR THE 2008 WARRANTS SHALL CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.

The Company has made the following arrangements regarding dealings, transfers and exercise of the 2008 Warrants:

1. **the last trading day of the 2008 Warrants on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) is Tuesday, 28 October 2008 (Hong Kong time);**
2. registered holders of the 2008 Warrants who wish to exercise in whole or in part the Subscription Rights must lodge with the Company’s Hong Kong branch share registrar, Tricor Tengis Limited (the “Branch Share Registrar”) at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong, the following documents on or before **4:30 p.m. (Hong Kong time) on Friday, 31 October 2008:**
  - (i) the relevant certificate(s) for the 2008 Warrants;
  - (ii) the duly completed and signed subscription form(s) prescribed to the 2008 Warrants; and
  - (iii) remittances for the relevant subscription moneys;
3. holders of the 2008 Warrants who have not registered the 2008 Warrants in their names and wish to exercise in whole or in part the Subscription Rights must lodge with the Branch Share Registrar at the above-mentioned address, the following documents on or before **4:30 p.m. (Hong Kong time) on Friday, 31 October 2008:**
  - (i) the duly completed, signed and stamped instrument(s) of transfer and/or other documents of title;
  - (ii) the relevant certificate(s) for the 2008 Warrants;
  - (iii) the duly completed and signed subscription form(s) prescribed to the 2008 Warrants; and
  - (iv) remittances for the relevant subscription moneys;
4. new Shares issued on the exercise of the Subscription Rights will rank *pari passu* in all respects with the Shares in issue on the relevant subscription date. Certificates for such new Shares arising on the exercise of the Subscription Rights will be issued to the relevant holders of the 2008 Warrants within 28 days after the relevant subscription date;
5. subscription forms and relevant accompanying documentation lodged with the Branch Share Registrar after 4:30 p.m. (Hong Kong time) on Friday, 31 October 2008 will not be accepted; and
6. trading of the 2008 Warrants on the Stock Exchange will cease after close of trading hours of the Stock Exchange on Tuesday, 28 October 2008. Application has been made to the Stock Exchange for the withdrawal of the listing of the 2008 Warrants on the Stock Exchange with effect from after close of business on Friday, 31 October 2008 (Hong Kong time).

The closing prices of the Shares and the 2008 Warrants as quoted on the Stock Exchange on 8 October 2008, being the latest practicable date prior to the printing of this circular, were HK\$0.23 per Share and HK\$0.01 per 2008 Warrant, respectively.

Holders of the 2008 Warrants who are in doubt as to their position or their action to be taken should consult their stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

Yours faithfully,  
For and on behalf of the Board  
**Cheok Ho Fung**  
*Chairman and Chief Executive Officer*