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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)

DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

Reference is made to the announcement of the Company dated 30 September 2009 (the “**Announcement**”) in relation to the Facility Agreement entered into between the Borrower, the Guarantors and the Lenders for a 12-month revolving loan facility of HK\$187.5 million whereas the maturity date of the Facility (the “**Repayment Date**”) would be falling twelve (12) months after the first utilisation date of the Facility which shall be on 16 November 2009. Unless defined otherwise, terms used herein shall have the same meanings as defined in the Announcement.

On 4 November 2009, parties to the Facility Agreement entered into the Supplemental Facility Agreement to amend certain terms and conditions of the Facility Agreement, including (i) extending the Repayment Date of the Facility to 18 January 2010; and (ii) adjusting the amount of the Facility from HK\$187.5 million to the respective amounts for the relevant periods as detailed below.

As extended by the Supplemental Facility Agreement, it would continue to be an event of default under the Facility Agreement if (i) the Borrower is not or ceases to be wholly and beneficially owned by the Company; (ii) Mr. Cheok, being the Chairman, Chief Executive Officer and Executive Director of the Company, ceases to own wholly and beneficially 51% or more of the issued shares in the Company or ceases to have management control over the Borrower and the Company; or (iii) the Group is in breach of financial covenants as stated in the Facility Agreement.

* *For identification purpose only*

SUPPLEMENTAL FACILITY AGREEMENT

On 4 November 2009, parties to the Facility Agreement entered into a supplemental agreement (the “**Supplemental Facility Agreement**”) to amend certain terms and conditions of the Facility Agreement, including (i) extending the Repayment Date of the Facility to 18 January 2010; and (ii) adjusting the amount of the Facility from HK\$187.5 million to the respective amounts for the relevant periods as detailed below:

Period	Amount (HK\$)
Up to 4 November 2009	131,250,000
From 5 November 2009 to 6 December 2009 (both dates inclusive)	90,000,000
From 7 December 2009 to the Repayment Date (both dates inclusive)	70,000,000

Pursuant to the Supplemental Facility Agreement, the happening of either of the following conditions would continue to be an event of default which the Facility will, among others, become immediately due and payable:

- (i) the Borrower is not or ceases to be wholly and beneficially owned by the Company;
- (ii) Mr. Cheok ceases to own wholly and beneficially 51% or more of the issued shares in the Company or ceases to have management control over the Borrower and the Company; and
- (iii) the Group is in breach of financial covenants as stated in the Facility Agreement.

GENERAL

As at the date of this announcement, Mr. Cheok is interested in 510,250,000 shares of the Company, representing approximately 51.03% of the total issued share capital of the Company.

As at the date of the Supplemental Facility Agreement, the Facility has been utilized amounting to HK\$99,654,000.

This announcement is made pursuant to Rule 13.18 of the Listing Rules.

On behalf of the Board
Topsearch International (Holdings) Limited
Cheok Ho Fung
Chairman and Chief Executive Officer

Hong Kong, 5 November 2009

As at the date of this announcement, the Board comprises Mr. Cheok Ho Fung and Mr. Liu Wai On being the executive directors, Mr. Tang Yok Lam, Andy and Mr. Ng Kwok Ying, Alvin being the non-executive directors and Mr. Leung Shu Kin, Alfred, Mr. Wong Wing Kee, Mr. Ng Kee Sin and Mr. Xiang Dong being the independent non-executive directors.