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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)

POLL VOTING RESULTS OF SPECIAL GENERAL MEETING HELD ON 2 AUGUST 2010

The board of directors of the Company is pleased to announce that the special resolution set out in the SGM Notice was duly passed by way of poll by the Disinterested Shareholders at the SGM held on 2 August 2010.

Reference is made to the circular of the Company dated 29 June 2010 (the “**Circular**”) and the notice of the special general meeting of the Company (the “**SGM**”) dated 29 June 2010 (the “**SGM Notice**”). Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Circular.

The Company is pleased to announce the poll voting results of the SGM of the Company held on Monday, 2 August 2010 at 10:00 a.m. at 2402, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong.

Poll voting was demanded by the chairman of the SGM, Mr Cheok Ho Fung, on the special resolution as contained in the SGM Notice. The vote-taking at the SGM was scrutinized by the Hong Kong branch share registrar of the Company, Tricor Tengis Limited, which was appointed as the scrutineer for the vote-taking at the SGM.

As disclosed in the Circular of the Company, only Disinterested Shareholders shall be entitled to vote in respect of the special resolution proposed at the SGM and Majestic Wealth Limited (together with its associates and parties acting in concert with it) holding an aggregate of 93,400,000 shares of the Company shall abstain from voting at the SGM. Therefore, the total number of shares entitling the shareholders to attend and vote for or against the special resolution at the SGM after excluding Majestic Wealth Limited (together with its associates and parties acting in concert with it) were 906,600,000 shares, representing 90.66% of the entire issued and outstanding 1,000,000,000 shares of the Company as at the date of the SGM. The shareholders and authorised proxies or authorised representatives (excluding Majestic Wealth Limited together with its associates and parties acting in concert with it) holding an aggregate of 483,860,000 shares, representing 53.4% of the total voting shares (i.e. 906,600,000 shares) of the Company, were present at the SGM.

* *For identification only*

There were no shares entitling the shareholders to attend and vote only against the special resolution at the SGM. No party has indicated in the Circular containing the SGM Notice that it/he/she intends to vote against the special resolution at the SGM.

Majestic Wealth Limited (together with its associates and parties acting in concert with it) had abstained from voting in respect of the special resolution proposed at the SGM. The following special resolution was voted by the Disinterested Shareholders of the Company attending and voting by way of poll at the SGM either in person or by proxy or by their duly authorised representatives:

POLL VOTING RESULTS IN RESPECT OF THE RESOLUTION		Number of Votes (approximate % of the total shares voted by the Disinterested Shareholders)	
SPECIAL RESOLUTION			
1.	To approve the two Termination Agreements dated 17 February 2010 and entered into between the Company, Topsearch Tongliao Investment (BVI) Limited and Majestic Wealth Limited and the repurchase by the Company of 93,400,000 shares (the “ Repurchased Shares ”) in the capital of the Company which are denominated in HK\$0.10 each at the reference price of HK\$0.58 per Repurchased Share from Majestic Wealth Limited and all transactions contemplated thereby, including but not limited to the capital reduction incidental to the cancellation of the Repurchased Shares from the share capital of the Company, and to authorise any one director of the Company to do all such acts necessary to give effect to and perform such agreements.	483,860,000 (100%)	NIL (—%)

The full text of the special resolution is set out in the SGM Notice.

As not less than three-fourths of the votes were cast by the Disinterested Shareholders in favour of the special resolution set out in item (1) above, the resolution set out in item (1) above was duly passed as a special resolution at SGM.

Effects on Shareholding Structure of the Company

The following table sets out the shareholding structure of the Company (i) as at the Latest Practicable Date; and (ii) immediately after the Completion assuming there is no change in the issued share capital and shareholding structure of the Company between the Latest Practicable Date and the Completion.

		As at the		Immediately after Completion	
		Latest Practicable Date	%	Shares	%
		Shares		Shares	
Controlling shareholder					
Inni International Inc.	(a)	432,000,000	43.20%	432,000,000	47.65%
Mr. Cheok Ho Fung		78,250,000	7.83%	78,250,000	8.63%
Subtotal		510,250,000	51.03%	510,250,000	56.28%
Kingboard Group					
Kingboard Investments Limited		204,024,000	20.40%	204,024,000	22.50%
Kingboard Laminates Limited		202,000	0.02%	202,000	0.02%
Kingboard Chemical Holdings Limited	(b)	2,766,000	0.27%	2,766,000	0.31%
Subtotal		206,992,000	20.69%	206,992,000	22.83%
Public shareholders					
Majestic Wealth		93,400,000	9.34%	—	—
Other Public Shareholders		189,358,000	18.94%	189,358,000	20.89%
Subtotal		282,758,000	28.28%	189,358,000	20.89%
Total		1,000,000,000	100.00%	906,600,000	100.00%

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

Hong Kong, 2 August 2010

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

All the Directors of the company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, 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.