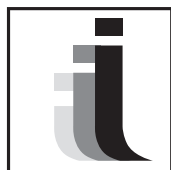


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TOPSEARCH INTERNATIONAL (HOLDINGS) LIMITED

至卓國際(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 2323)

**MAJOR DISPOSAL IN RELATION TO
PROPOSED DISPOSAL OF 30% EQUITY INTEREST OF
TOPSEARCH PRINTED CIRCUITS (SHENZHEN) LTD
AND
THIRD SUPPLEMENTAL AGREEMENT CONCERNING
THE CONSIDERATION AND MANNER OF PAYMENT**

Financial adviser to the Company



**WALLBANCK BROTHERS
Securities (Hong Kong) Limited**

Reference is made to the announcements (the “Announcements”) of Topsearch International (Holdings) Limited (the “Company”) dated 21 January 2015 and 9 February, and the circular (the “Circular”) dated 29 April 2015 in relation to the Equity Transfer Agreement, Supplemental Agreement, and the 2nd Supplemental Agreement. Unless stated otherwise, capitalized terms used in this announcement shall have the same meaning as those defined in the Announcements and Circular.

* *For identification purposes only*

THE THIRD SUPPLEMENTAL AGREEMENT

On 15 May 2015, Topsearch HK, Shanghai Yuxing and Huatuo entered into a third supplemental agreement (the “3rd Supplemental Agreement”) to the Equity Transfer Agreement (and as amended by the Supplemental Agreement and the 2nd Supplemental Agreement), pursuant to which the parties thereof, amongst other amendments, agreed to amend certain relevant terms in respect to the Disposal Consideration payable to Topsearch HK and the payment manner of the Consideration payable to Topsearch HK, as follows:

Amendment of Disposal Consideration

Pursuant to the Equity Transfer Agreement (and as amended by the Supplemental Agreement, 2nd Supplemental Agreement and 3rd Supplemental Agreement), the parties thereof agreed to amend the Consideration payable to Topsearch HK from RMB170,234,720 (equivalent to approximately HK\$212,793,400) to RMB169,808,477 (equivalent to approximately HK\$212,260,596), indicating a reduction of RMB426,243 (equivalent to approximately HK\$532,803).

Amendment of the manner of payment

Pursuant to the Equity Transfer Agreement (and as amended by the Supplemental Agreement, 2nd Supplemental Agreement and 3rd Supplemental Agreement), the parties thereof agreed to amend the manner of payment in relation to the fourth payment of the Consideration payable to Topsearch HK from RMB71,234,720 (equivalent to approximately HK\$89,043,400) to RMB70,808,477 (equivalent to approximately HK\$88,510,596), reflecting the reduction of RMB426,243 (equivalent to approximately HK\$532,803) in the Consideration payable to Topsearch HK.

Save for the information disclosed above, all the relevant details contained in the Announcements and the Circular remain unchanged.

For the purpose of this announcement, unless otherwise specified, conversions of RMB into HK\$ are based on the approximate exchange rate of RMB1.00 to HK\$1.25. The exchange rate has been used, where applicable, for the purposes of illustration only and does not constitute a representation that any amount is or may have been exchanged at this or any other rates or at all.

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

Hong Kong, 19 May 2015

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