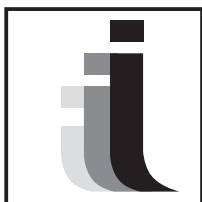


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TOPSEARCH INTERNATIONAL (HOLDINGS) LIMITED

至卓國際(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 2323)

ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE AND CESSATION OF DISCUSSION IN RESPECT OF POSSIBLE TRANSACTION

This announcement is made by Topsearch International (Holdings) Limited (the “**Company**”) pursuant to Rule 3.7 of the Takeovers Code and the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements (the “**Announcements**”) of the Company dated 15 July 2015 and 12 August 2015 in relation to the Possible Transaction (as defined in the Announcements). Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the Announcements.

CESSATION OF DISCUSSION IN RESPECT OF POSSIBLE TRANSACTION

The Company was informed by the Potential Vendors, that, on 1 September 2015, the Potential Vendors and the Potential Purchaser referred to in the Announcements had ceased discussion in relation to the Possible Transaction. In view that the Potential Vendors and the Potential Purchaser cannot agree on the consideration of the Possible Transaction and having considered the recent market conditions, the parties mutually agreed to terminate the MOU. As the Potential Vendors have yet to receive earnest money as agreed under the MOU, the MOU upon termination shall have no further force or effect and all obligations of the Potential Vendors and the Potential Purchaser thereunder shall cease and terminate.

* *for identification purposes only*

GENERAL

The Potential Vendors confirmed with the Company that, with the cessation of the negotiation with the Potential Purchaser, the Potential Vendors are not as at the date of this announcement in discussion or negotiation with any party in respect of any disposal of the Shares which may have implications under Rule 26.1 of the Takeovers Code.

For the purpose of the Takeovers Code, the offer period in respect of the Possible Transaction is deemed to have closed on the date of this announcement, being 1 September 2015.

WARNING NOTICE

Shareholders and potential investors of the Company are advised to exercise extreme caution when dealing in the Shares.

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

Hong Kong, 1 September 2015

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

The directors of the Company 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.