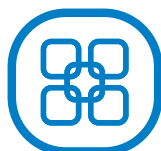


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TCC INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1136)

VOLUNTARY ANNOUNCEMENT

VERY SUBSTANTIAL ACQUISITION IN RELATION TO THE ACQUISITION OF CERTAIN CLINKER AND CEMENT PRODUCTION OPERATIONS

Reference is made to the announcement issued by TCC International Holdings Limited (the “Company”) on 18 December 2009 (the “18 December Announcement”) in regard to the proposed acquisition by the Company of certain clinker and cement production operations, which constitutes a very substantial acquisition for the Company under Chapter 14 of the Listing Rules. Terms defined in the 18 December Announcement have the same meanings when used in this announcement.

On 4 January 2010, Prosperity Minerals Holdings Limited, whose shares are listed on AIM and of which the Vendor is a wholly-owned subsidiary, issued an announcement which includes certain unaudited consolidated financial information on the Target Company and its subsidiaries (equivalent to the definition used in the 18 December Announcement for “Upper Value Group”) and on the Excluded Companies for the six months ended 30 September 2008

and 2009 respectively, based on management accounts. For the purpose of providing relevant information to the shareholders of and prospective investors in the Company, such financial information, which is based on the announcement issued by PMHL, is set out below:–

(I) UPPER VALUE GROUP (INCLUDES EXCLUDED COMPANIES' RESULTS)

	Six months ended 30 September			
	2009		2008	
	(unaudited)		(unaudited)	
	US\$'000	HK\$'000	US\$'000	HK\$'000
Revenue	94,092	733,918	87,614	683,389
Profit before finance cost and tax	12,626	98,483	9,841	76,760
Profit before tax	1,435	11,193	275	2,145
Income tax	3,091	24,110	963	7,511
Loss for the year	(1,656)	(12,917)	(688)	(5,366)

	As at 30 September			
	2009		2008	
	(unaudited)		(unaudited)	
	US\$'000	HK\$'000	US\$'000	HK\$'000
Net asset (<i>Note</i>)	77,648	605,654	86,028	671,018

(II) EXCLUDED COMPANIES

	Six months ended 30 September			
	2009		2008	
	(unaudited)		(unaudited)	
	US\$'000	HK\$'000	US\$'000	HK\$'000
Revenue	–	–	–	–
Loss before finance cost and tax	(2,999)	(23,392)	(295)	(2,301)
Loss before tax	(3,197)	(24,937)	(701)	(5,468)
Income tax	–	–	–	–
Loss for the year	(3,197)	(24,937)	(701)	(5,468)

	As at 30 September			
	2009		2008	
	(unaudited)		(unaudited)	
	US\$'000	HK\$'000	US\$'000	HK\$'000
Net (liabilities)/asset (<i>Note</i>)	(4,912)	(38,314)	3,186	24,851

Note: excluding minority interests

As noted in the 18 December Announcement, the Senior Notes, with an outstanding principal amount of US\$90,000,000, have an effective interest rate of 22.9% annually. With a view to reducing the financial cost to the Target Company, it is the Company's intention to discuss with the Vendor to agree what amount the Company will increase the amount paid to the Vendor as deposit for the Acquisition Price by way of the Further Deposit which the Vendor shall apply in full in granting a new shareholder loan to the Target Company for the sole purpose of effecting redemption (or purchase) of the Senior Notes to the extent agreed between the parties.

Completion of the Acquisition is subject to the fulfilment of a number of conditions, including the approval by TCCIH Shareholders at the EGM. A circular containing, among other things, the details of the Acquisition and the notice of EGM, will be despatched to the TCCIH Shareholders as soon as practicable.

Completion is subject to conditions that may or may not be fulfilled. TCCIH Shareholders and potential investors in the Company should exercise caution when dealing in Shares.

For the purposes of this announcement, unless otherwise specified, conversions of US\$ into HK\$ are based on the approximate exchange rate of US\$1.00 to HK\$7.8 for the purposes of illustration only. No representation is made that any amount in HK\$ or US\$ could have been or could be converted at the above rate or at any other rates.

On behalf of the board of
TCC INTERNATIONAL HOLDINGS LIMITED
Wu Yih Chin
Managing Director

Hong Kong, 5 January 2010

As at the date of this announcement, the Board of Directors of the Company is comprised of Mr. Koo, Cheng-Yun, Leslie as the Chairman and an executive Director; Mr. Wu Yih Chin as the Managing Director and an executive Director; Dr. Shan Weijian, Mr. Chang, An-Ping, Nelson, Mr. Chang, Kang-Lung, Jason and Ms. Wang, Lishin, Elizabeth as non-executive Directors; and Mr. Liao Poon Huai, Donald, Dr. Chih Ching Kang, Kenneth and Mr. Shieh, Jen-Chung, Roger as independent non-executive Directors.