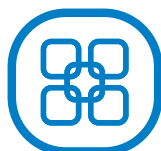


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TCC INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1136)

COMPLETION OF (1) PLACING OF EXISTING SHARES AND SUBSCRIPTION OF NEW SHARES AND (2) CONVERSION OF CONVERTIBLE PREFERENCE SHARES IN FULL

The Board is pleased to announce that the completion of the Placing took place on 19 January 2010 and the completion of the Subscription and the conversion of the Convertible Preference Shares in full took place on 22 January 2010. A total of 256,568,000 Placing Shares were successfully placed at the Placing Price of HK\$3.30 per Placing Share and a total of 256,568,000 Subscription Shares have been issued and allotted at the Placing Price, and a total of 651,170,000 Shares have been allotted and issued credited as fully paid, to the Vendor.

Reference is made to the announcement of TCC International Holdings Limited (the “**Company**”) dated 14 January 2010 (“**14 January Announcement**”) in relation to the (1) Placing of existing Shares and subscription of new Shares and (2) Conversion of Convertible Preference Shares in full. Terms defined in the 14 January Announcement shall have the same meanings when used in this announcement.

COMPLETION OF SUBSCRIPTION OF NEW SHARES AND CONVERSION OF THE CONVERTIBLE PREFERENCE SHARES IN FULL

The Board is pleased to announce that the completion of the Placing took place on 19 January 2010, whereby a total of 256,568,000 Placing Shares were successfully placed at the Placing Price of HK\$3.30 per Placing Share, and the completion of the Subscription took place on 22 January 2010, whereby a total of 256,568,000 Subscription Shares, representing approximately 16.6% of the issue share capital of the Company as enlarged by the Subscription, were allotted and issued to the Vendor at the same price as the Placing Price.

The Executive has confirmed on 20 January 2010 that it has waived the general offer obligations of the Vendor in respect of the conversion of the Convertible Preference Shares. On 22 January 2010, the completion of the conversion of the Convertible Preference Shares in full also took place in accordance with a conversion notice served by the Vendor to the Company to exercise the conversion rights attaching to the Convertible Preference Shares in full, whereby a total of 651,170,000 Shares, representing approximately 29.64% of the issued share capital of the Company as enlarged by the Subscription and the full exercise of the conversion rights attaching to the Convertible Preference Shares, were allotted and issued to the Vendor credited as fully paid.

As at the date of this announcement, the Company has 2,196,788,046 Shares in issue. The following table illustrates (1) the shareholding structure of the Company immediately before the completion of the Placing on 19 January 2010; (2) the shareholding structure immediately after the completion of the Placing on 19 January 2010; (3) the shareholding structure immediately after the completion of the Subscription and the full exercise of the conversion rights attaching to the Convertible Preference Shares on 22 January 2010, on the assumption that the Placees do not hold any Shares other than the Placing Shares.

	Immediately before completion of Placing		Immediately after completion of Placing		Immediately after completion of Subscription and full conversion of the Convertible Preference Shares	
	<i>No. of Shares</i>	<i>% of total issued ordinary share capital</i>	<i>No. of Shares</i>	<i>% of total issued ordinary share capital</i>	<i>No. of Shares</i>	<i>% of total issued ordinary share capital</i>
Vendor	567,518,000	44.0%	310,950,000	24.1%	1,218,688,000	55.5%
CHPL	356,013,000	27.6%	356,013,000	27.6%	356,013,000	16.2%
Vendor and its concert parties	923,531,000	71.6%	666,963,000	51.7%	1,574,701,000	71.7%
Management of the Company	24,275,990	1.9%	24,275,990	1.9%	26,577,990	1.2%
Public shareholders:						
– Placees	–	0.0%	256,568,000	19.9%	256,568,000	11.7%
– Others	341,243,056	26.5%	341,243,056	26.5%	338,941,056	15.4%
Total	1,289,050,046	100%	1,289,050,046	100%	2,196,788,046	100%

Note: There have been dealings in Shares by certain members of the Company's management since the publication of the 14 January Announcement.

By the order of the board of
TCC INTERNATIONAL HOLDINGS LIMITED
Wu Yih Chin
Managing Director

Hong Kong, 22 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

All 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.