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TCC INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1136)



嘉新水泥（中國）控股股份有限公司*

Chia Hsin Cement Greater China Holding Corporation

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0699)

**VOLUNTARY CONDITIONAL OFFER BY
MORGAN STANLEY ASIA LIMITED ON BEHALF OF
TCC INTERNATIONAL HOLDINGS LIMITED TO ACQUIRE ALL OF
THE ISSUED SHARES IN THE SHARE CAPITAL OF
CHIA HSIN CEMENT GREATER CHINA HOLDING CORPORATION**

**COMPLETION OF COMPULSORY ACQUISITION AND
WITHDRAWAL OF LISTING OF CHCGC SHARES**

**Financial Adviser to
TCCIH
Morgan Stanley**

The compulsory acquisition of the Outstanding CHCGC Shares by TCCIH was completed on 7 January 2008. As a result, and with effect from the completion of the compulsory acquisition, CHCGC has become a wholly-owned subsidiary of TCCIH.

Trading in CHCGC Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 31 October 2007 until the withdrawal of the listing of CHCGC Shares from the Stock Exchange pursuant to Rule 6.15 of the Listing Rules.

Listing of CHCGC Shares on the Stock Exchange will be withdrawn with effect from 9:30 a.m. on 8 January 2008.

* For identification purposes only

Reference is made to the composite document dated 2 August 2007 issued by TCCIH and CHCGC in relation to the Offer (the “**Composite Document**”), the joint announcement dated 30 October 2007 issued by TCCIH and CHCGC (the “**Closing Announcement**”) and the joint announcement dated 3 December 2007 issued by TCCIH and CHCGC (the “**Despatch Announcement**”). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Composite Document, the Closing Announcement and the Despatch Announcement.

COMPULSORY ACQUISITION

As stated in the Despatch Announcement, Compulsory Acquisition Notices were despatched to CHCGC Shareholders holding Outstanding CHCGC Shares on 3 December 2007.

Based on a search of the Register of Writs and other Originating Process in the Grand Court, there has been no application made to the Grand Court by any CHCGC Shareholders holding Outstanding CHCGC Shares in respect of the compulsory acquisition of the Outstanding CHCGC Shares before 3 January 2008 (being the deadline by which CHCGC Shareholders holding Outstanding CHCGC Shares were entitled to do so under the provisions of the Cayman Islands Company Law). Accordingly, TCCIH is now entitled and bound to acquire the Outstanding CHCGC Shares.

Pursuant to the compulsory acquisition of the Outstanding CHCGC Shares by TCCIH, all of the Outstanding CHCGC Shares have been transferred to TCCIH on 7 January 2008.

As a result, and with effect from the completion of the compulsory acquisition, CHCGC has become a wholly-owned subsidiary of TCCIH.

Share certificates for TCCIH Shares for the amount of the consideration due to the CHCGC Shareholders holding Outstanding CHCGC Shares who have completed and returned a Form of Request despatched to them together with the Compulsory Acquisition Notices will be sent to such CHCGC Shareholders at their own risk at their respective addresses which appear in the register of members of CHCGC unless such CHCGC Shareholders had indicated otherwise in their Form of Request.

Share certificates for TCCIH Shares due to the CHCGC Shareholders who were holding the Outstanding CHCGC Shares and who have not completed and returned a Form of Request will be held by CHCGC. CHCGC will hold such TCCIH Shares on trust for the relevant CHCGC Shareholders in accordance with Section 88(3) of the Cayman Islands Company Law.

WITHDRAWAL OF LISTING

Trading in CHCGC Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 31 October 2007 until the withdrawal of the listing of CHCGC Shares from the Stock Exchange pursuant to Rule 6.15 of the Listing Rules.

Listing of CHCGC Shares on the Stock Exchange will be withdrawn with effect from 9:30 a.m. on 8 January 2008.

All time references in this announcement are to Hong Kong time.

By order of the board of
TCC International Holdings Limited
Koo, Cheng-Yun, Leslie
Chairman

By order of the board of
Chia Hsin Cement Greater China
Holding Corporation
Wang Chien Kuo, Robert
Chairman

Hong Kong, 7 January 2008

As at the date of this announcement, the Executive Directors of TCCIH are Mr. Koo, Cheng-Yun, Leslie, Mr. Wu Yih Chin and Mr. Kao, Teh-Jung; the Non-Executive Directors of TCCIH are Dr. Shan Weijian, Mr. Chang An Ping, Nelson, Mr. Chang Kang Lung, Jason and Ms. Wang Li Shin, Elizabeth; and the Independent Non-Executive Directors of TCCIH are Mr. Liao Poon Huai, Donald, Dr. Chih, Ching-Kang, Kenneth and Mr. Shieh, Jen-Chung, Roger. The Directors of TCCIH jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than in relation to CHCGC) 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 statements in this announcement misleading.

As at the date of this announcement, the Executive Directors of CHCGC are Mr. Wang Chien Kuo, Robert, Mr. Lan Jen Kuei, Konrad, Mr. Chang Kang Lung, Jason and Ms. Wang Li Shin, Elizabeth; the Non-Executive Directors of CHCGC are Mr. Chang An Ping, Nelson and Mr. Fu Ching Chuan; and the Independent Non-Executive Directors of CHCGC are Mr. Davin A Mackenzie, Mr. Zhuge Pei Zhi and Mr. Wu Chun Ming. The Directors of CHCGC jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than in relation to TCCIH) 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 statements in this announcement misleading.