



# TCC INTERNATIONAL HOLDINGS LIMITED

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1136)**

## RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 JANUARY 2008

The Board is pleased to announce that the ordinary resolutions approving the Non-exempt Continuing Connected Transactions were duly passed by the Independent Shareholders by way of poll at the extraordinary general meeting held on 28 January 2008.

Reference is made to the circular of the Company dated 11 January 2008 (the “**Circular**”) in relation to the Continuing Connected Transactions. Terms used in this announcement shall have the same meanings as defined in the Circular unless the context otherwise requires.

The Board is pleased to announce that the ordinary resolutions approving the Non-exempt Continuing Connected Transactions were duly passed by the Independent Shareholders by way of poll at the extraordinary general meeting held on 28 January 2008.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer at the extraordinary general meeting for the purposes of taking and monitoring the poll voting. Details of the poll results are as follows:

<b>Ordinary Resolutions</b>		<b>FOR</b>	<b>AGAINST</b>	<b>Total number of votes</b>
		<b>Votes (%)</b>	<b>Votes (%)</b>	
1.	To approve the Ganghui Cement Agreement and the caps in relation thereto.	649,222,336 (100%)	0 (0%)	649,222,336
2.	To approve the Union Cement Limestone Agreement and the caps in relation thereto.	649,222,336 (100%)	0 (0%)	649,222,336
3.	To approve the Anhui Conch Clinker Agreement and the caps in relation thereto.	649,222,336 (100%)	0 (0%)	649,222,336

<b>Ordinary Resolutions</b>		<b>FOR</b>	<b>AGAINST</b>	<b>Total number of votes</b>
		<b>Votes (%)</b>	<b>Votes (%)</b>	
4.	To approve the Liuzhou Qingyu Slag Agreement and the caps in relation thereto.	649,222,336 (100%)	0 (0%)	649,222,336
5.	To approve the Union Cement Clinker Agreement and the caps in relation thereto.	649,222,336 (100%)	0 (0%)	649,222,336

1,295,190,046 shares of HK\$0.1 each (the “**Share**”) are in issue as at the date of the extraordinary general meeting.

In accordance with the Listing Rules and as disclosed in the Circular, CHPL and its associates (who collectively are interested in 372,994,886 Shares representing approximately 28.80% of the total issued share capital of the Company as at the date of the extraordinary general meeting) abstained from voting in relation to the ordinary resolutions to approve the Non-exempt Continuing Connected Transactions at the extraordinary general meeting. Anhui Conch and Liuzhou Qingyu and their respective associates are not interested in any Shares of the Company as at the date of the extraordinary general meeting and they did not vote at the extraordinary general meeting.

The total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions to approve the Non-exempt Continuing Connected Transactions at the extraordinary general meeting was 922,195,160 Shares, representing approximately 71.20% of the total issued share capital of the Company as at the date of the extraordinary general meeting.

No shareholder of the Company who is eligible to attend the extraordinary general meeting is only entitled to vote against the ordinary resolutions.

By Order of the Board  
**TCC International Holdings Limited**  
**Wu Yih Chin**  
*Managing Director*

Hong Kong, 28 January 2008

*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 as executive Director; Mr. Kao, Teh-Jung as an executive Director; Dr. Shan Weijia, Mr. Chang An Ping, Nelson, Mr. Chang Kong Lung, Jason and Ms. Wong Lishin, Elizabeth as Non-executive Directors; Mr. Liao Poon Huai, Donald, Dr. Chih Ching Kang, Kenneth and Mr. Shieh, Jen-Chung, Roger as Independent Non-executive Directors.*