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# **TACK FAT GROUP INTERNATIONAL LIMITED**

## **德發集團國際有限公司**

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

(Stock Code: 928)

### **RESULTS OF EXTRAORDINARY GENERAL MEETING**

The Subscription Resolution and the Authorised Capital Resolution were duly passed by the Independent Shareholders and the Shareholders respectively by way of poll at the EGM held on 12 April 2007.

Reference is made to the announcement of Tack Fat Group International Limited (the “**Company**”) dated 14 February 2007 in relation to, among other matters, the placing of up to 178,000,000 Placing Shares and the Subscription of 178,000,000 new Shares which is equivalent to total number of the Placing Shares placed.

Reference is also made to the announcement and the circular (the “**Circular**”) of the Company dated respectively 26 February 2007 and 19 March 2007 in relation to, among other matters, the Revised Subscription to the effect that the 178,000,000 new Shares to be subscribed by Efulfilment shall be made in separate tranches of 165,266,000 new Shares, being the First Tranche Subscription Shares and 12,734,000 new Shares, being the Second Tranche Subscription Shares. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

As the subscription of the Second Tranche Subscription Shares are to be completed more than 14 days from the date of the Placing Agreement, the subscription of the Second Tranche Subscription Shares by Efulfilment, being a connected person by virtue of its controlling interest in the Company, is not exempted from Independent Shareholders’ approval under the Listing Rules.

### **RESULTS OF EGM**

The EGM was held on 12 April 2007 to consider and, if thought fit, passing the ordinary resolutions to approve: (i) the subscription of the Second Tranche Subscription Shares and matters contemplated thereby (the “**Subscription Resolution**”) and (ii) the increase in authorised share capital of the Company (the “**Authorised Capital Resolution**”). As at the date of the EGM, a total of 2,000,000,000 Shares were in issue of which 749,690,000 Shares and 1,250,310,000 Shares were held by respectively Efulfilment Concert Group and Independent Shareholders, representing approximately 37.48% and 62.52% of the issued share capital of the

Company respectively as at the date of the EGM. As stated in the Circular, Efulfilment Concert Group would abstain from voting on the Subscription Resolution in accordance with the Listing Rules. All Independent Shareholders were entitled to attend and vote for or against the Subscription Resolution and all Shareholders were entitled to attend and vote for or against the Authorised Capital Resolution at the EGM. No Shareholders were entitled to vote only against either the Subscription Resolution or the Authorised Capital Resolution at the EGM.

The chairman of the EGM demanded for voting on the Subscription Resolution and the Authorised Capital Resolution by poll at the EGM and Efulfilment Concert Group had abstained from voting on the Subscription Resolution.

The Subscription Resolution and the Authorised Capital Resolution were duly passed by the Independent Shareholders and the Shareholders respectively by way of poll at the EGM and the poll results were as follows:

Ordinary resolutions	For		Against	
	Number of Shares	%	Number of Shares	%
To approve the Subscription Resolution	564,315,400	100	0	0
To approve the Authorised Capital Resolution	1,314,005,400	100	0	0

Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the EGM.

By order of the board of  
**Tack Fat Group International Limited**  
**Kwok Wing**  
*Chairman*

Hong Kong, 12 April 2007

*As at the date of this announcement, the executive Directors are Mr. Kwok Wing, Mr. Lee Yuk Man, Mr. Ho Yik Kin, Norman and Mr. Kwok Kam Chuen, and the independent non-executive Directors are Mr. Leung Yiu Wing, Eric, Mr. Ching Kwok Ho, Samuel and Mr. Heng Kwo Seng.*

Please also refer to the published version of this announcement in China Daily.