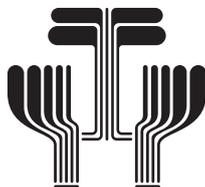


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## **TACK HSIN HOLDINGS LIMITED**

**(德興集團有限公司)\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 611)**

### **SUPPLEMENTAL ANNOUNCEMENT**

The Board wishes to provide more information with respect to the various aspects of the announcement of the Company dated 20 January 2010 in relation to, among other matters, the Subscription Agreement, the Equity Transfer Agreement and the refreshment of General Mandate.

Reference is made to the announcement of the Company dated 20 January 2010 (the “**1st Announcement**”) in relation to, among other matters, the Subscription Agreement, the Equity Transfer Agreement and the refreshment of General Mandate. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the 1st Announcement.

The Board wishes to provide more information with respect to the various aspects of the 1st Announcement.

### **SUBSCRIPTION AND ACQUISITION**

To the best of the knowledge, information and belief of the Directors, after having made all reasonable enquiries, save for the fact that Zhong He Investment and the Vendor are the shareholders of China Nuclear, there is no other prior or current relationship between Zhong He Investment and/or its ultimate beneficial owners and the Vendor and/or its ultimate beneficial owners.

To the best of the knowledge, information and belief of the Directors, after having made all reasonable enquiries, there is no prior or current relationship between Zhong He Investment (and the Subscriber) on the one part and any of the holder(s) of the CBs, holders of the Warrants and their respective ultimate beneficial owners on the other part.

## SHAREHOLDING STRUCTURE

The following table shows the change in shareholding structure of the Company (a) upon full exercise of the conversion rights attaching to the Convertible Bonds and (b) on the assumption that each of the conversion rights attaching to the Convertible Bonds and the conversion rights attaching to the CBs are exercised to the extent that each of the Subscriber and the holder(s) of CBs is interested in approximately 19.99% of the enlarged issued share capital of the Company:

Shareholder	As at the date of this announcement		Assuming the conversion rights attaching to the Convertible Bonds are exercised in full while each of the conversion rights attaching to the CBs and the subscription rights attaching to the Warrants are unexercised (for illustrative purpose only)		Assuming each of the conversion rights attaching to the Convertible Bonds, the conversion rights attaching to the CBs and the subscription rights attaching to the Warrants are exercised in full at the initial Conversion Price, initial conversion price and initial subscription price, respectively (for illustrative purpose only)		Assuming each of the conversion rights attaching to the Convertible Bonds and the conversion rights attaching to the CBs are exercised to the extent that each of the Subscriber and the holder(s) of CBs is interested in approximately 19.99% of the enlarged issued share capital of the Company and the subscription rights attaching to the Warrants are exercised in full at the initial subscription price	
	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
Hoylake Holdings Limited (Note 1)	114,240,000	31.44	114,240,000	14.97	114,240,000	11.07	114,240,000	15.86
Subscriber	–	–	400,000,000	52.40	400,000,000	38.75	143,987,157	19.99
Holder(s) of CBs (Note 2)	–	–	–	–	200,000,000	19.37	143,987,157	19.99
Holders of Warrants (Note 3)	–	–	–	–	69,000,000	6.68	69,000,000	9.58
Public	249,081,620	68.56	249,081,620	32.63	249,081,620	24.13	249,081,620	34.58
<b>Total:</b>	<b>363,321,620</b>	<b>100.00</b>	<b>763,321,620</b>	<b>100.00</b>	<b>1,032,321,620</b>	<b>100.00</b>	<b>720,295,934</b>	<b>100.00</b>

### Notes:

1. Hoylake Holdings Limited is a company wholly owned by Mr. Chan Shu Kit, an executive Director.
2. No adjustment to the conversion price of the CBs, if any, has been taken into account.
3. As at the date of this announcement, there are 69,000,000 Warrants remain outstanding and unexercised. No adjustment to the subscription price of the Warrants, if any, has been taken into account.

## FUND RAISING ACTIVITIES IN THE PAST TWELVE MONTHS

As disclosed in the Announcement, the Company raised approximately HK\$81 million from the issue of the CBs and Warrants. In addition, up to the date of this announcement, the Company raised additional proceeds of approximately HK\$2.7 million from the exercise of 3,000,000 Warrants by holders thereof. The following table set out the breakdown of funds raised therefrom:

	<b>Fund raised</b> (HK\$)
<b>Issue of CBs</b>	79,600,000
<b>Issue of Warrants</b>	1,400,000
<b>Exercise of 3,000,000 Warrants</b>	2,700,000
	<hr/>
<b>Total:</b>	<b><u>83,700,000</u></b>

As stated in the circular of the Company dated 6 October 2009, the Board planned to use such proceeds to finance investment opportunities including the openings of two to three new restaurants by leasing or purchasing suitable properties (as to 75% or approximately HK\$62.775 million) and as general working capital (as to 25% or approximately HK\$20.925 million). As at the date of this announcement, owing to the recent upsurge of the property market in Hong Kong, the Company has not yet leased or purchased any property for the purposes of opening new restaurants and the Directors confirm that such part of the proceeds is placed in licensed banks in Hong Kong as interest-bearing deposits while the remaining 25% of the proceeds is used by the Company as general working capital as planned.

By Order of the Board  
**Tack Hsin Holdings Limited**  
**Chan Shu Kit**  
*Chairman*

Hong Kong, 21 January 2010

As at the date of this announcement, the directors of the Company are:

*Executive Directors:*

Mr. Chan Shu Kit  
Mr. Kung Wing Yiu  
Mr. Chan Ho Man  
Ms. Jian Qing

*Independent non-executive Directors:*

Mr. Kung Fan Cheong  
Mr. Chan Ka Ling, Edmond  
Mr. Lo Kin Cheung

\* for identification purpose only