



編號

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Date: 6 July 2011

香港中央結算有限公司

(香港交易及結算所有限公司全資附屬公司)

Hong Kong Securities Clearing Company Limited

(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

通告 **CIRCULAR**

事項 Tack Fat Group International Limited (Provisional Liquidators appointed) (Stock Code: 00928) (the "Company")

Subject: -Discontinuance of legal proceedings brought by the Company against HKSCC Nominees Limited ("HKSCCN") and three other defendants

查詢 Hotline at 2979 7111 (for Clearing Participants) or 2979 7888 (for Investor Participants)

Enquiry:

Background

1. CCASS Participants are referred to the circular dated 5 July 2011 in which HKSCCN gave notice of the legal proceedings (the "**Proceedings**") which the Company commenced in the High Court against (i) Sansar Capital Master Fund LP named as 1st Defendant; (ii) Sansar Capital Special Opportunity Master Fund LP named as 2nd Defendant; (iii) Sansar Capital Management LLC named as 3rd Defendant (collectively, the "**Sansar Defendants**"); and (iv) HKSCCN named as 4th Defendant.
2. In the Proceedings, the Company, as Plaintiff, sought, among others, injunctions against the Sansar Defendants and HKSCCN to restrain them from voting against or causing others to vote against certain proposed resolutions ("**Proposed Resolutions**") at the Company's upcoming extraordinary general meeting (the "**EGM**") to be held on 13 July 2011 to seek shareholders' approval on the implementation of the Company's restructuring proposal.
3. The circular dated 5 July 2011 advised CCASS Participants who have holdings in the Company's shares in CCASS that in light of the Proceedings and the injunctions sought by the Company, should CCASS Participants intend to vote against the Proposed Resolutions, HKSCCN may be restrained from doing so on their behalf in the EGM.

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Discontinuance of the Proceedings

4. HKSCCN was advised by the Company earlier today that the Proceedings were discontinued. A Notice of Discontinuance of the action against HKSCCN and the Sansar Defendants has now been served on HKSCC and filed with the High Court. Accordingly, no injunction is now being sought against HKSCC.
5. In light of the latest events, CCASS Participants are requested to note the following:
 - (a) CCASS Participants and their clients can continue to exercise their voting rights in respect of the Proposed Resolutions either way, whether for or against.
 - (b) As usual, HKSCC will be able to vote in favour of or against the Proposed Resolutions on behalf of CCASS Participants upon receipt of voting instructions.
 - (c) The date on which the EGM will be held remains 13 July 2011. The last day on which CCASS Participants shall provide voting instructions to HKSCCN in relation to the Proposed Resolutions remains unchanged, i.e. at 4:15p.m. on 12 July 2011.
 - (d) HKSCCN remains open for acceptance of voting instructions from CCASS Participants. The normal procedures for providing voting instructions to HKSCC apply.

CCASS Participants are requested to communicate to their clients the information set out herein as they think fit

Please note that this circular does not constitute legal advice. Should CCASS Participants have queries regarding the above, please do not hesitate to call CCASS Hotline at 2979 7111 (Clearing Participants) or 2979 7888 (Investor Participants).

Derrick Fung
Head of Clearing