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## **GRANDTOP INTERNATIONAL HOLDINGS LIMITED**

**泓鋒國際控股有限公司\***

*(Incorporated in Cayman Island with limited liability)*

**(Stock Code: 2309)**

### **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made pursuant to Rule 13.51(1) of the Listing Rules.

The Board of the Company proposes to amend the Articles of Association to bring them in line with certain recent amendments to the Listing Rules which came into effect on 1 January 2009.

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the Annual General Meeting. A circular containing, among other things, further details of the proposed amendments to the Articles of Association will be despatched to the Shareholders on or before 10 August 2009.

This announcement is made pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Grandtop International Holdings Limited (the “**Company**”) proposes to amend the articles of association of the Company (the “**Articles of Association**”) to bring them in line with certain recent amendments to the Listing Rules which came into effect on 1 January 2009. The proposed amendments to the Articles of Association will give effect of the minimum notice period required prior to convening general meetings and voting at general meetings being taken by poll.

The proposed amendments to the Articles of Association are subject the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting of the Company (the “**Annual General Meeting**”) to be held on 9 September 2009.

\* *for identification purpose only*

A circular containing, among other things, further details of the proposed amendments to the Articles of Association will be despatched to the Shareholders on or before 10 August 2009.

By Order of the Board  
**Grandtop International Holdings Limited**  
**Hui Ho Luek, Vico**  
*Executive Director and Chief Executive Officer*

Hong Kong, 4 August, 2009

*As at the date of this announcement, the executive Directors are Mr. Yeung Ka Sing, Carson, Mr. Hui Ho Luek, Vico, Mr. Steven McManaman, Mr. Fan Zhi Yi, Mr. Lee Yiu Tung, Mr. Ip Wing Lun and Ms. Wong Po Ling, Pauline, the non-executive Directors are Mr. Christian Lali Karembou and Mr. Chan Wai Keung and the independent non-executive Directors are Mr. Chang Kin Man, Mr. Yau Yan Ming, Raymond and Mr. Zhou Han Ping.*