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TCL INTERNATIONAL HOLDINGS LIMITED

(TCL 國際 控 股 有 限 公 司)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1070)

ANNOUNCEMENT

Proposed Listing of TCL Mobile Interest by Way of Introduction

This announcement is made pursuant to the requirements of Rule 13.09(1) of Listing Rules.

Proposed Restructuring and Listing of TCL Mobile Interest

Reference is made to the announcements of the Company dated 6 April 2004, 26 April 2004 and 18 June 2004. Capitalized terms used in this section shall have the same meaning as defined in the announcement of the Company dated 6 April 2004.

As a result of the Company's plan to restructure its portfolio of business to focus primarily on multi-media electronic products, TCL Communication has applied for a proposed listing of its shares on the Stock Exchange. In this regard, it is currently intended that such listing will be effected by way of an introduction of the issued share capital of TCL Communication and that, as a result of changes in market conditions, a global offering of shares of TCL Communication will not take place. The Company will be pursuing its plan to declare a special interim dividend to its shareholders which will be wholly satisfied by a distribution in specie of its entire interest in TCL Communication as mentioned in our announcement dated 6 April 2004. According to the articles of the Company, shareholders' approval is required for the Proposed Distribution. A separate announcement and/or circular in respect of the Proposed Distribution will be made or dispatched by the Company as and when appropriate.

The Board wishes to emphasize that the Proposed Listing and/or the Proposed Distribution may or may not proceed. Shareholders are reminded to exercise caution when dealing in the securities of the Company.

As at the date of this announcement, the board of directors of the Company comprises Li Dong Sheng, Lu Zhong Li, Hu Qiu Sheng, Yan Yong, Zhao Zhong Yao and Suen Hay Wai as executive directors and Hon Fong Ming and Albert Thomas da Rosa, Junior as independent non-executive directors.

On behalf of the Board
Li Dong Sheng
Chairman

Hong Kong, 2 August 2004

*Please also refer to the published version of this announcement in the (**South China Morning Post**)*