



TCL INTERNATIONAL HOLDINGS LIMITED

TCL 國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1070)

**RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 22 FEBRUARY 2005**

The Board is pleased to announce that the resolutions for approving the proposed change of company name and the Continuing Connected Transaction were duly passed at the EGM of the Company held on 22 February 2005 by way of poll.

Reference is made to the circular of TCL International Holdings Limited (“Company”) dated 19 January 2005 (“Circular”) in relation to the proposed change of company name and the continuing connected transaction. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the special resolution for approving the proposed change of company name (“Special Resolution”) and the ordinary resolution for approving the Continuing Connected Transaction (including the Proposed Cap) (“Ordinary Resolution”) were duly passed at the EGM of the Company held on 22 February 2005 by way of poll. The Company’s branch share registrar in Hong Kong, Tengis Limited, was appointed as the scrutineer of the vote-taking at the EGM.

The poll results in respect of the resolutions were as follows:

	Number of votes (%)	
	FOR	AGAINST
SPECIAL RESOLUTION (Note (1))		
To approve the change of the name of the Company and its Chinese translation to “TCL Multimedia Technology Holdings Limited” and “TCL 多媒體科技控股有限公司” respectively as more fully described in the Special Resolution of the EGM Notice	1,736,203,009 (99.999%)	18,000 (0.001%)
ORDINARY RESOLUTION (Note (2))		
To approve the Continuing Connected Transaction (including the Proposed Cap) as more fully described in the Ordinary Resolution of the EGM Notice	402,983,720 (100%)	NIL (0%)

Change of Company Name

The change of company name is subject to: (a) the passing of the Special Resolution at the EGM; and (b) the approval by the Registrar of Companies of the Cayman Islands. Accordingly, the new name of the Company will take effect from the date on which a certificate of incorporation on change of name of the Company is issued by the Registrar of Companies in the Cayman Islands. The Company will carry out all necessary filing procedures with the Registrars of Companies in the Cayman Islands and Hong Kong and a further announcement will be made when the proposed new name has become effective.

Notes:

- (1) As at the date of the EGM, the Company's total issued Shares was 2,757,960,632 Shares. As no Shareholder is required to abstain from voting on the Special Resolution, the total number of Shares entitling the Shareholders to attend and vote for or against the Special Resolution at the EGM was 2,757,960,632 Shares. There were no Shares entitling the holder to attend and vote only against the Special Resolution at the EGM.
- (2) In view of the interests of TCL Corporation in the Continuing Connected Transaction, TCL Corporation and its associates, who controlled 1,512,121,289 Shares, representing approximately 54.83% of the Company's total number of issued Shares, abstained from voting on the Ordinary Resolution. The total number of Shares entitling the Shareholders to attend and vote for or against the Ordinary Resolution at the EGM was 1,245,839,343 Shares, representing approximately 45.17% of the Company's total number of issued Shares. There were no Shares entitling the holder to attend and vote only against the Ordinary Resolution at the EGM.
- (3) As at the date of this announcement, the Board comprises Li Dong Sheng, Lu Zhong Li, Hu Qiu Sheng, Yan Yong, Zhao Zhong Yao and Suen Hay Wai as executive Directors, Albert Thomas da Rosa, Junior as non-executive Director and Tang Guliang, Wang Bing and Hon Fong Ming as independent non-executive Directors.

By order of the Board
TCL International Holdings Limited
Li Dong Sheng
Chairman

Hong Kong, 22 February 2005

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