



# **TOP FORM INTERNATIONAL LIMITED**

**黛麗斯國際有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00333)**

## **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 5 SEPTEMBER 2008**

At the SGM of the Company held on 5 September 2008, all the resolutions set out in the Notice of SGM were duly passed by way of poll.

Reference is made to the circular of Top Form International Limited (the “Company”) dated 19 August 2008 (the “Circular”) in respect of the Major and Connected Transactions and the Continuing Connected Transactions. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

At the SGM held on 5 September 2008, poll voting was demanded by the Chairman of the meeting for voting on the proposed resolutions as set out in the Notice of SGM dated 19 August 2008. The Company’s Hong Kong branch share registrar, Tricor Secretaries Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

\* For identification purpose only

The Board is pleased to announce that all the resolutions as set out in the Notice of SGM were duly passed as ordinary resolutions by way of poll voting at the SGM held on 5 September 2008 and the poll results are set out below:

<b>Ordinary Resolutions</b>	<b>Number of Votes (%)</b>	
	<b>For</b>	<b>Against</b>
1. To approve the Acquisition under the Share Acquisition Agreement and the issue and allotment of the Consideration Shares as set out in ordinary resolution no. 1 in the notice of the SGM	541,244,817 (100%)	Nil (0%)
2. To approve the Service Agreement and the issue and allotment of the Allotted Shares as set out in ordinary resolution no. 2 in the notice of the SGM	541,244,817 (100%)	Nil (0%)
3. To approve the AUS Service Contract and the annual caps in respect of the annual Services Fees payable by Marguerite Lee to AUS under the AUS Service Contract as set out in ordinary resolution no. 3 in the notice of the SGM	541,244,817 (100%)	Nil (0%)
4. To approve the Fiori Contract and the annual caps in respect of the aggregate amount of Materials to be purchased by the Group from the Fiori Group as set out in ordinary resolution no. 4 in the notice of the SGM	541,244,817 (100%)	Nil (0%)

As at the date of the SGM, the total number of Shares in issue was 1,075,188,125. According to Rule 14A.13(1)(b)(i) of the Listing Rules, Mr. Andrew Sia and his associates, who are defined as connected persons of the Company do not hold any Share at the date of the SGM and therefore were not entitled to attend and vote at the SGM. The total number of Shares held by Independent Shareholders who were entitled to attend and vote for or against the above resolutions were 1,075,188,125 Shares. No Shareholder was entitled to attend and vote only against the above ordinary resolutions at the SGM.

On behalf of the Board  
**Top Form International Limited**  
**Fung Wai Yiu**  
*Chairman*

Hong Kong, 5 September 2008

*As at the date hereof, the Board comprises 9 Directors, of which 2 are executive Directors, namely Mr. Fung Wai Yiu and Mr. Wong Chung Chong, Eddie, 3 are non-executive Directors, namely Mr. Lucas A.M. Laureys, Mr. Herman Van de Velde and Ms. Leung Churk Yin, Jeanny, and 4 are independent non-executive Directors, namely Mr. Marvin Bienenfeld, Mr. Chow Yu Chun, Alexander, Mr. Leung Ying Wah, Lambert and Mr. Lin Sun Mo, Willy.*