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TSC Offshore Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8149)

SUPPLEMENTAL NOTICE OF EXTRAORDINARY GENERAL MEETING

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “Meeting”) of TSC Offshore Group Limited (the “Company”) will be held at Suite 2001, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong on Friday, 18 July 2008 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following additional resolutions with or without amendments as ordinary resolutions:

ORDINARY RESOLUTIONS

2. **“THAT**

- (a) the placing agreement (the “Placing Agreement”) dated 18 June 2008 and entered into between the Company as issuer and CCB International Capital Limited as lead placing manager and Platinum Securities Company Limited as co-lead placing manager in relation to the placing of up to an aggregate of 155,000,000 new shares (the “Placing Shares”) of HK\$0.10 each in the share capital of the Company at a placing price of HK\$1.88 per Placing Share, a copy of which is produced to the Meeting marked “B” and signed by the Chairman of the Meeting for the purpose of identification, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon, among others, the Listing Committee of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Placing Shares, the allotment and issue of the Placing Shares to the relevant places pursuant to the Placing Agreement be and is hereby approved; and
- (c) any director of the Company be and is hereby authorised to do all such things and acts as he may in his discretion consider as necessary, expedient or desirable for the purpose of or in connection with the implementation of the Placing Agreement and the transactions contemplated thereunder.”

3. “**THAT** the allotment and issue of 10,000,000 Placing Shares to Keywise Greater China Opportunities Master Fund as subscribed by it (the “Keywise Subscription”) pursuant to the Placing Agreement be and is hereby approved, confirmed and ratified, and the directors of the Company be and are hereby authorized to do such acts and execute such other documents with or without amendments and affix the common seal of the Company thereto (if required) as they may consider necessary, desirable or expedient to give effect to or otherwise in connection with or in relation to the Keywise Subscription.”

By order of the Board
TSC Offshore Group Limited
Jiang Binghua
Executive Chairman

Hong Kong, 2 July 2008

Registered office:
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Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place of
business in Hong Kong:*
Unit 1612, 16th Floor
China Merchants Tower
Shun Tak Centre
200 Connaught Road Central
Hong Kong

Notes:

1. Please refer to the notice of the Meeting dated 24 June 2008 for details in respect of the other resolution to be considered at the Meeting and other relevant matters.
2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy can vote on a poll. A proxy need not be a member of the Company.
3. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, at the Company’s principal place of business at Unit 1612, 16th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
4. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should he so wish.

As at the date of this announcement, the Board consists of Mr. Jiang Binghua, Mr. Zhang Menggui, Mr. Zhang Hongru and Mr. Chen Yunqiang being the executive Directors, Mr. Jiang Longsheng being the non-executive Director, Mr. Chan Ngai Sang, Kenny, Mr. Bian Junjiang and Mr. Guan Zhichuan, being the independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.tscoffshore.com.