

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Tiangong International Company Limited

天工國際有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 826)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND NON-COMPLIANCE WITH REQUIREMENTS IN RELATION TO INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board announces that Mr. LAU Siu Fai has tendered his resignation as independent non-executive director of the Company and member of the Audit Committee, Remuneration Committee and Nomination Committee with effect from 3 June 2010.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of the directors (the “Board”) of Tiangong International Company Limited (the “Company”) hereby announces that Mr. LAU Siu Fai (“Mr. Lau”) has tendered his resignation as independent non-executive director of the Company and member of the Audit Committee, Remuneration Committee and Nomination Committee with effect from 3 June 2010 owing to the recent litigation proceedings. Mr. Lau considered that he would need to focus on his case and might not have sufficient time to serve as an independent non-executive director and as members of the Audit Committee, Remuneration Committee and Nomination Committee of the Company.

Mr. Lau confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the Company.

NON-COMPLIANCE WITH REQUIREMENTS IN RELATION TO INDEPENDENT NON-EXECUTIVE DIRECTOR

Following the resignation of Mr. Lau, the Company will only have 2 independent non-executive directors and the Audit Committee will lack one independent non-executive directors as its members. As such the minimum requirements in respect of independent non-executive directors and members of the Audit Committee as set out in Rules 3.10 and 3.21 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) will not be fully complied with. The Company will identify suitable

candidate for the appointment of a new independent non-executive director as soon as possible and in any event within three months from the date of this announcement as required under Rule 3.11 of the Listing Rules.

ANNUAL GENERAL MEETING

It is one of the agenda item of the forthcoming annual general meeting of the Company to be held on 29 June 2010 that Mr. Lau be re-elected as an independent non-executive director of the Company. Given the resignation of Mr. Lau, resolution numbered 3(a)(iii), concerning his re-election, as set out in the notice of annual general meeting of the Company will not be put to shareholders of the Company for their approval.

By Order of the Board
Tiangong International Company Limited
Zhu Xiao Kun
Chairman

Danyang, Jiangsu, PRC, 3 June 2010

As at the date of this announcement, the Directors are:

Executive Directors: ZHU Xiaokun, ZHU Zhihe, ZHU Mingyao and YAN Ronghua

Non-executive Directors: THONG Kwee Chee

Independent non-executive Directors: LI Zhengbang and GAO Xiang

** for identification purpose only*