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ThinSoft

THINSOFT (HOLDINGS) INC
博軟(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8096)

COMPLETION OF SUBSCRIPTION OF NEW SHARES

The Board is pleased to announce that completion of the Subscription took place on 2 February 2010 and 120,000,000 Subscription Shares were issued to Inno Smart in accordance with the terms of the Placing and Subscription Agreement.

References are made to the announcement (the “**Announcements**”) of the Company dated 19 January 2010 and 21 January 2010 respectively relating to the Placing of 120,000,000 Placing Shares and the Subscription of 120,000,000 Subscription Shares. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Board is pleased to announce that, following the completion of the Placing on 26 January 2010 (an aggregate of 120,000,000 Placing Shares have been so placed) and the granting of the listing of and permission to deal in the Subscription Shares by the Listing Committee of the Stock Exchange, all conditions in respect of the Subscription under the Placing and Subscription Agreement have been fulfilled and completion of the Subscription took place on 2 February 2010 (the “**Completion Date**”). An aggregate of 120,000,000 Subscription Shares were issued to Inno Smart in accordance with the terms of the Placing and Subscription Agreement on Completion Date.

As at the date of this announcement and after completion of the Subscription, there were 2,626,275,000 Shares in issue and Inno Smart is interested in 1,875,000,000 issued Shares, representing approximately 71.39% of the issued share capital of the Company.

By Order of the Board
Thinsoft (Holdings) Inc.
Yue Wai Keung
Executive Director

Hong Kong, 2 February 2010

As at the date of this announcement, the Board comprises:

- (1) Mr. Yu Won Kong Dennis, as Executive Director;
- (2) Mr. Yue Wai Keung, as Executive Director;
- (3) Mr. Chan Kwan Pak, as Non-executive Director;
- (4) Mr. Lam Kit Sun, as Non-executive Director;
- (5) Mr. Chen Tzyh-Trong, as Independent Non-executive Director;
- (6) Mr. Lee Chung Mong, as Independent Non-executive Director; and
- (7) Mr. Yeung Chi Hung, as Independent Non-executive Director.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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:–

- (i) the information contained in this announcement is accurate and complete in all material respects and not misleading;*
- (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and*
- (iii) 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 “Latest Company Announcement” page of the GEM website at www.hkgem.com for at least 7 days from the date of this posting and on the website of the Company at www.thinsoftinc.com.