



SINO GOLF HOLDINGS LIMITED

順龍控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 361)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Special General Meeting (the “SGM”) of the Company will be held at Kowloon Room I, M Floor, Kowloon Shangri-La Hong Kong, 64 Mody Road, Kowloon, Hong Kong on Friday, 27 May 2005 at 4:00 p.m. (or immediately after the conclusion or, as the case may be, adjournment of the annual general meeting of the Company to be held at 2:30 p.m. on the same date and at the same venue, if later) for the following purposes:-

1. to consider and, if thought fit, pass with or without amendment(s) the following resolution as Ordinary Resolution:

“**THAT** the agreement dated 31 December 2004 and the supplemental agreement dated 9 April 2005 (the “Agreements”, details of which are described in the Company’s announcements dated 28 February 2005 and 18 April 2005 respectively and in a circular issued by the Company on 28 April 2005) entered into between Sino Golf Manufacturing Company Limited (“SGMCL”), an indirectly wholly owned subsidiary of the Company, and Global Sourcing and Distribution Limited (the “Purchaser”) in relation to the disposal by SGMCL to the Purchaser of 62.5% of equity capital of 順德市順興隆高爾夫球制品有限公司, an indirect subsidiary of the Company, be hereby unconditionally approved.”

2. to consider and, if thought fit, pass with or without amendment(s) the following resolution as Ordinary Resolution:

“**THAT**

- (a) subject to sub-paragraph (b) of this Resolution, the agreement dated 18 April 2005 entered into between (i) Sino Golf Comercial Offshore De Macau Limitada (“Sino Golf Macau”), an indirectly wholly owned subsidiary of the Company, and (ii) Nikko Bussan Co., Ltd. (“Nikko Bussan”) for the supply of golf products (the “Supply Agreement”, details of which are described in the Company’s announcement dated 20 April 2005 and in the circular issued by the Company on 28 April 2005), be hereby approved and the directors of the Company be and are hereby authorized to (i) in their discretion, agree to variations of the relevant commercial terms such as credit and shipping terms and (ii) sign and execute such documents and do such acts and things incidental thereto as they consider necessary and expedient in connection therewith; and

- (b) The maximum aggregate annual value (“cap”) in respect of the supply of golf products from Sino Golf Macau to Nikko Bussan under the Supply Agreement pursuant to the approval in sub-paragraph (a) of this Resolution shall be set at HK\$30,000,000 for each relevant financial year and that the cap shall be limited accordingly.”

By order of the Board
Chu Chun Man, Augustine
Chairman

Hong Kong, 28 April 2005

The directors of the Company as at the date of this notice are as follows:

Executive Directors

Mr. Chu Chun Man, Augustine
Mr. Takanori Matsuura
Mr. Chu Yuk Man, Simon
Mr. Chang Hua Jung

Independent Non-executive Directors

Mr. Choy Tak Ho
Ms. Chiu Lai Kuen, Susanna
Mr. Tse Ying Man

Please also refer to the published version of this announcement in The Standard.