### THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Kong Sun Holdings Limited (the "Company"), you should at once hand this circular and the accompany form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.



### KONG SUN HOLDINGS LIMITED

# 江山控股有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 295)

# (1) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES (2) RE-ELECTION OF RETIRING DIRECTORS AND

#### (3) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of the Company to be held at Unit A, 1/F, Lippo Leighton Tower, 103 Leighton Road, Causeway, Hong Kong on 24 June 2008 at 10:30 a.m. is set out on pages 12 to 15 of this circular.

Whether or not you are able to attend the annual general meeting, you are requested to complete the accompanying form of proxy for use at the annual general meeting in accordance with the instructions printed thereon and return the same to the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 46/F., Hopewell Center, 183 Queen's Road East, Hong Kong, as soon as possible and, in any event, not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or any adjourned meetings should you so wish.

## **CONTENTS**

	Page
Definitions	1
Letter from the Board	3
Appendix I - Explanatory Statement	7
Appendix II - Details of Retiring Directors Proposed to be Re-elected at the AGM	10
Notice of AGM	12

#### **DEFINITIONS**

In this circular, the following expressions have the following meanings unless the context otherwise requires:

"AGM" annual general meeting to be held at Units A, 1/F, Lippo Leighton

Tower, Causeway Bay, Hong Kong on 24 June 2008;

"associate" has the meaning ascribed thereto in the Listing Rules;

"Board" the board of Directors or a duly authorized committee

thereof;

"Company" Kong Sun Holdings Limited, a company incorporated in Hong

Kong with limited liability, the shares of which are listed on

the Stock Exchange;

"Director(s)" the director(s) of the Company;

"Group" the Company and its subsidiaries;

"Hong Kong" the Hong Kong Special Administrative Region of the People's

Republic of China;

"Issue Mandate" a general mandate to allot and issue Shares not exceeding 20%

of the aggregate nominal amount of the issued share capital of

the Company as at the date of approval of the mandate;

"Kong Fa" Kong Fa Holding Limited, a company incorporated in the

British Virgin Islands, is wholly-owned by Mr. Kong Look Sen (deceased), Mr. Kong Li Jer and Mr. Kong Li Szu (the executive

Director of the Company) and their associates;

"KSE" Kong Sun Enterprise Sdn. Bhd., a company incorporated in

Malaysia and is wholly-owned by Mr. Kong Look Sen (deceased),

and Mr. Kong Li Jer and their associates;

"Latest Practicable Date" 27 May 2008, being the latest practicable date prior to the printing

of this circular for ascertaining certain information contained

in this circular;

#### **DEFINITIONS**

"Listing Rules" the Rules Governing the Listing of Securities on the Stock

Exchange, as amended from time to time;

"Repurchase Mandate" a general mandate to the Directors to exercise all the powers

of the Company to repurchase Shares not exceeding 10% of the total fully paid-up nominal amount of the share capital of the

Company as at the date of approval of the mandate;

"Share(s)" ordinary share(s) of HK\$0.10 each in the share capital of the

Company;

"Shareholder(s)" holders of Share(s) in issue;

"Stock Exchange" The Stock Exchange of Hong Kong Limited;

"Substantial Shareholder" shall have the meaning ascribed to it under rule 1.01 of the

Listing Rules;

"Takeovers Code" The Hong Kong Code on Takeovers and Mergers;

"HK\$" and "\$" Hong Kong dollars, the lawful currency of Hong Kong; and

"%" per cent



# KONG SUN HOLDINGS LIMITED

# 江山控股有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 295)

Executive Directors:

Mr. Tse On Kin (Chairman)

Mr. Chan Chi Yuen Mr. Kong Li Szu

Independent Non-executive Directors:

Mr. Chan Chiu Hung, Alex

Ms. Lo Miu Sheung, Betty

Dr. Wong Yun Kuen

Registered Office:

Unit A, 1/F

Lippo Leighton Tower 103 Leighton Road

Causeway Bay

Hong Kong

30 May 2008

# (1) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES (2) RE-ELECTION OF RETIRING DIRECTORS AND

(3) NOTICE OF ANNUAL GENERAL MEETING

To the shareholders

Dear Sir or Madam,

#### INTRODUCTION

The purpose of this circular is to provide you with details in respect of (i) the grant of general mandates to Directors to issue and repurchase Shares; (ii) the re-election of retiring Directors; (iii) to give you a notice of the AGM.

#### ISSUE MANDATE AND REPURCHASE MANDATE

The Directors propose to seek the approval of the Shareholders at the AGM by way of passing an ordinary resolution for granting the general mandate to the Directors (i) to allot, issue and otherwise deal with the new Shares with an aggregate nominal amount not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing the relevant resolution and the extension of the aforesaid mandate by addition thereto the number of Shares repurchased pursuant to the proposed general mandate for repurchase of Shares up to a maximum of 10% of the

issued share capital of the Company as at the date of passing the relevant resolution as described below, and (ii) to repurchase Shares with total nominal amount not exceeding 10% of the total fully paid-up nominal amount of the share capital of the Company in issue at the date of passing the relevant resolution, at any time during the period ending on the earlier of the date of the next annual general meeting, the date by which the next annual general meeting of the Company is required to be held by law or its articles of association or the date upon which such authority is revoked or varied by an ordinary resolution of the Shareholders in the general meeting of the Company.

As at the Latest Practicable Date, the number of Shares in issue was 2,561,166,921 Shares. On the basis that no further Shares will be issued or repurchased prior to AGM, (i) the Issue Mandate in full would enable the Company to allot, issue and deal with a maximum of 512,233,384 Shares, and (ii) the Repurchase Mandate in full would enable the Company to repurchase a maximum of 256,116,692 Shares.

The purpose of the general mandate to allot, issue and deal with new Shares is to enable the Directors to capture right timing of the securities market to widen the capital base of the Company. The Directors have no present intention to issue or repurchase any Shares under the general mandates to be sought at the AGM.

An explanatory statement as required by the Listing Rules for information on the general mandate to repurchase Shares is set out in Appendix I to this circular.

#### RE-ELECTION OF RETIRING DIRECTORS

In accordance with article 1(G), 81 to 84 of the Company's articles of association, Mr. Kong Li Szu, being an executive Director, and Mr. Chan Chiu Hung, being an independent non-executive Director, shall retire at the conclusion of the AGM and shall be eligible for re-election at the AGM.

Details of the above retiring Directors to be re-elected at the AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules.

#### **AGM**

The notice of the AGM is set out on pages 12 to 15 of this circular. At the AGM, ordinary resolutions will be proposed for the Shareholders to consider and, if thought fit, among other things, to approve (i) the grant of general mandates to Directors to issue and repurchase Shares; and (ii) the re-election of the retiring Directors.

A form of proxy for use at the AGM is sent to the Shareholders together with this circular. Whether or not the Shareholders are able to attend the meeting, the Shareholders are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time for holding of the meeting or adjournment thereof. Completion and return of the form of proxy will not preclude the Shareholders from attending and voting at the meeting should the Shareholders so wish.

#### PROCEDURE BY WHICH A POLL MAY BE DEMANDED

At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless voting by way of a poll is required by the Listing Rules or a poll is (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) demanded:

- (a) by the chairman of the meeting; or
- (b) by at least three shareholders present in person (or, in the case of a Member being a corporation, by its duly authorised representative) or by proxy for the time being entitled to vote at the meeting; or
- (c) by any Member or Members present in person (or, in the case of a Member being a corporation, by its duly authorised representative) or by proxy and representing not less than one-tenth of the total voting rights of all Members having the right vote at the meeting; or
- (d) by any Member or Members present in person (or, in the case of a Member being a corporation, by its duly authorised representative) or by proxy and holding shares in the Company conferring a right to attend and vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right; or
- (e) if required by the Listing Rules, by the chairman of the meeting, any Director or Directors who, individually or collectively, hold proxies in respect of shares representing five (5) per cent or more of the total voting rights at such meeting.

Unless a poll is so demanded and the demand is not withdrawn, a declaration by the chairman that a resolution has, on a show of hands, been carried or carried unanimously or by a particular majority or nor carried by a particular majority or lost shall be final and conclusive, and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded for or against such resolution.

#### RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules on the Stock Exchange for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

#### RECOMMENDATION

The Board believes that the resolutions to be put before the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

Your attention is also drawn to the information set out in the appendices to this circular.

Yours faithfully,
For and on behalf of the Board
Tse On Kin
Chairman

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide requisite information to you for your consideration of the Repurchase Mandate.

#### REPURCHASE MANDATE

The following is the Explanatory Statement required to be sent to the Shareholders under the Listing Rules relating to an ordinary resolution to be proposed at the AGM to be held on 24 June 2008, to approve a general and unconditional mandate to be given to the Directors to exercise the powers of the Company to purchase, at any time until the next annual general meeting of the Company or such earlier period as stated in the ordinary resolution, Shares of HK\$0.10 each in the capital of the Company, up to a maximum of 10% of the aggregate nominal amount of issued share capital of the Company as at the date of passing the resolution.

The Directors believe the Repurchase Mandate is in the interests of the Company and Shareholders, and accordingly recommend the Shareholders to vote in favour of the relevant resolution to be proposed at the AGM.

#### SHARE CAPITAL

As at the Latest Practicable Date, the number of Shares in issue was 2,561,166,921 Shares. Subject to the passing of an ordinary resolution for the granting of the Repurchase Mandate and on the basis that no further Shares are issued or repurchased prior to the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 256,116,692 Shares.

#### REASONS FOR REPURCHASES

The Directors consider that it is in the best interests of the Company and its Shareholders to have a general authority from Shareholders to enable the Directors to repurchase Shares on the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and its assets and/or earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and its Shareholders.

#### **FUNDING OF REPURCHASES**

Repurchases of Shares will be funded entirely from funds legally available for such purpose in accordance with the articles of association of the Company and the applicable laws of Hong Kong. It is presently proposed that any Shares repurchased under the Repurchase Mandate would be repurchased out of the capital paid up on the repurchased Shares, profits of the Company which would otherwise be available for distribution or the Company's share premium account.

#### IMPACT ON WORKING CAPITAL

There might be a material adverse impact on the working capital requirements or gearing levels of the Company (as compared with the position disclosed in its audited financial statements contained in the annual report of the Company for the year ended 31 December 2007) in the event that the Repurchase Mandate is exercised in full. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital or gearing position of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

#### **UNDERTAKING**

The Directors have undertaken to the Stock Exchange to exercise the powers of the Company to make repurchase pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Hong Kong.

None of the Directors, to the best of their knowledge having made all reasonable enquiries, nor any of their respective associates, having any present intention to sell any Shares to the Company or its subsidiaries any of the Shares in the event that the Repurchase Mandate is granted.

No connected persons (as defined in the Listing Rules) of the Company have notified the Company that he has a present intention to sell to the Company or its subsidiaries any of his Shares, or has undertaken not to do so, in the event that the Repurchase Mandate is granted.

#### TAKEOVERS CODE AND SHARE REPURCHASES

In the event that the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, the Substantial Shareholders of the Company, Kong Fa and KSE were beneficially interested in 1,053,850,042 Shares and 403,375,794 Shares representing approximately 41.15% and 15.75% respectively of the issued share capital of the Company. If the Repurchase Mandate is exercised in full, Kong Fa and KSE will increase their shareholdings in the Company to approximately 45.72% and 17.50% respectively. Kong Fa and KSE are acting in concert with each other. The Directors are not aware of any consequences which will arise under the Takeovers Code as a result of any purchases made under the Repurchase Proposal.

The Directors have no present intention to exercise the Repurchase Mandate to such an extent which would affect the minimum public float of the Shares under the Listing Rules.

#### **SHARE PRICES**

Trading in the Shares on the Stock Exchange was suspended at the request of the Company from 9:30 a.m. on 17 June 2004 and will remain suspended until further notice.

#### SHARE REPURCHASE MADE BY THE COMPANY

As the trading in the Shares on the Stock Exchange was suspended, no share repurchase was made by the Company during the six months preceding the Latest Practicable Date.

#### APPENDIX II

# DETAILS OF RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

Pursuant to the Listing Rules, details of the Directors who will retire at the conclusion of the AGM according to the articles of association of the Company and will be proposed to be re-elected at the AGM are provided below:

#### THE EXECUTIVE DIRECTOR

#### Mr. Kong Li Szu

Mr. Kong Li Szu, aged 37, is the son of the late Mr. Kong Look Sen. He was appointed as an executive director of the Company since 1998. Mr. Kong holds a bachelor degree and a master degree in Civil Engineering from Washington University and Stanford University respectively. He is well experienced in civil works and China investment and trades. Mr. Kong is responsible for the day-to-day operation, strategic planning and development of the Group.

Mr. Kong has not held directorships in any other listed companies in the last three years. Mr. Kong does not have any relationships with any Directors, senior management, substantial or controlling shareholder of the Company. As the Latest Practicable Date, Mr. Kong does not have any interest in the securities of the Company within the meaning of Part XV of the SFO.

There is no service contract entered into between the Company and Mr. Kong. He will have no fixed term of service with the Company but he will be subject to retirement by rotation and reelection at annual general meeting of the Company in accordance with the articles and association of the Company. Mr. Kong did not receive any remuneration for the year ended 31 December 2007. His remuneration after the re-election will be determined by the remuneration committee of the Company with reference to his duties and responsibilities with the Company. Save as disclosed above, the Board is not aware of any matter in relation to Mr. Kong that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules or any other matter that need to be brought to the attention of the Shareholders of the Company in relation to Mr. Kong's re-election.

# DETAILS OF RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM

#### THE INDEPENDENCE NON-EXECUTIVE DIRECTOR

#### Mr. Chan Chiu Hung

Mr. Chan Chiu Hung, aged 42, holds a bachelor degree in Business Administration, major in Finance. He has been working with several listed and multinational companies for over 12 years. Mr. Chan is a fellow member of the Association of Chartered Certified Accountants, an associate member of the Hong Kong Institute of Certified Public Accountants, The Institute of Chartered Accountants in England and Wales and The Hong Kong Institute of Chartered Secretaries. He is currently an independent non-executive director of A-Max Holdings Limited and a former independent non-executive director of Vitop Bioenergy Holdings Limited.

Save as disclosed otherwise, Mr. Chan has not held directorships in any other listed companies in the last three years. Mr. Chan does not have any relationships with any Directors, senior management, substantial or controlling shareholder of the Company. As the Latest Practicable Date, Mr. Chan does not have any interest in the securities of the Company within the meaning of Part XV of the SFO.

There is no service contract entered into between the Company and Mr. Chan. He will have no fixed term of service with the Company but he will be subject to retirement by rotation and reelection at annual general meeting of the Company in accordance with the articles and association of the Company. Mr. Chan received a remuneration of approximately HK\$100,000 for the year ended 31 December 2007. His remuneration after the re-election will be determined by the remuneration committee of the Company with reference to his duties and responsibilities with the Company. Save as disclosed above, the Board is not aware of any matter in relation to Mr. Chan that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules or any other matter that need to be brought to the attention of the Shareholders of the Company in relation to Mr. Chan's re-election.



# KONG SUN HOLDINGS LIMITED

# 江山控股有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 295)

#### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general meeting of Kong Sun Holdings Limited (the "Company") will be held at Unit A, 1/F, Lippo Leighton Tower, 103 Leighton Road, Causeway, Hong Kong on 24 June 2008 at 10:30 a.m. for the purpose of considering and, if though fit, with or without modification, passing the following ordinary resolutions:

#### As ordinary business:

- 1. to receive and adopt the audited consolidated financial statements and the reports of the directors and the auditors for the year ended 31 December 2007;
- 2A. To re-elect the following retiring Directors:
  - (i) Mr. Kong Li Szu as an executive Director; and
  - (ii) Mr. Chan Chi Hung as an independent non-executive Director
- 2B. To authorise the board of Directors to fix the remuneration of the Directors; and
- 3. To re-appoint Messrs. SHINEWING (HK) CPA Limited as auditors of the Company and to authorise the board of Directors to fix their remuneration.
- 4. To consider as special business and, if thought fit, pass with or without modification, the following resolutions as ordinary resolutions of the Company:

#### A "THAT

(a) subject to paragraph (c) of this resolution below, the exercise by the directors of the Company (the "Director(s)") during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal in the additional shares in the share capital of the Company and to make or grant offers, agreements and options, including bonds, warrants, notes, debentures and other securities which carry rights to subscribe for or are convertible into shares of the Company, which might require the exercise of such powers be and is hereby generally and unconditionally approved;

- (b) the approval in paragraph (a) this resolution shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options, including bonds, warrants, notes, debentures and other securities which carry rights to subscribe for or are convertible into shares of the Company, which might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate nominal amount of the share capital allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued and dealt with (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to:
  - (i) a rights issue (as hereinafter defined);
  - (ii) the exercise of rights of subscription or conversion under terms of any existing warrants, bonds, debentures, notes and other securities of the Company;
  - (iii) the exercise of option granted under any share option scheme or any similar arrangement for the time being adopted for the grant or issue to officers and/or employees and/or other eligible persons of the Company and/or any of subsidiaries of shares or rights to acquire shares of the Company;
  - (iv) any scrip dividend or similar arrangement providing for the allotment and issue of shares of the Company in lieu of the whole or part of a dividend on the shares of the Company in accordance with the articles of the Company in force from time to time:
  - (v) the exercise of any conversion rights attaching to any convertible notes issued or to be issued by the Company; and
  - (vi) a specified authority granted by the shareholders of the Company in general meeting; shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue on the date of passing this resolution; and the said approval shall be limited accordingly;
- (d) subject to the passing of each of the paragraphs (a), (b) and (c) of this resolution, any prior approvals of the kind referred to in paragraphs (a), (b) and (c) of this resolution which had been granted to the Directors and which are still in effect be and hereby revoked; and

(e) for the purpose of this resolution:

"Relevant Period" means the period from the date of passing this resolution until whichever is the earlier of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by law or Articles to be held; and
- (iii) the revocation or variation or renewal of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

"Rights Issue" means an offer of shares in the Company, or an offer or issue of warrants options or other securities giving rights to subscribe for shares of the Company, open for a period fixed by the Directors to holders of the shares of the Company whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares (subject to such exclusion or to other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, any recognized regulatory body or any stock exchange in, any territories applicable to the Company)."

#### B. "THAT

- (a) subject to paragraph (b) of this resolution, the exercise by the Director during the Relevant Period (as hereinafter defined) of all the powers of the Company to purchase the shares in the share capital of the Company on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or any other stock exchanges on which the shares of the Company may be listed and recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with the applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchanges as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of the share of the Company which the Company is authorized to purchase pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10% of the aggregate nominal amount of the shares capital of the Company in issue at the date of passing of this resolution; and the authority pursuant to paragraph (a) of this resolution be limited accordingly.

(c) for the purpose of this resolution:

"Relevant Period" means the period from the date of passing this resolution until whichever is the earlier of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by articles or laws to be held; and
- (iii) the revocation or variation or renewal of the authority given under this resolution by an ordinary resolution of shareholders of the Company in general meeting."
- C. "THAT subject to the passing of the above resolutions A and B, the aggregate nominal amount of share which are to be purchased by the Company pursuant to the authority granted to the Directors as mentioned in resolution B shall be added to the aggregate nominal amount of share capital that may be allotted or agreed to be allotted by the Directors pursuant to resolution A."

By Order of the Board

Kong Sun Holdings Limited

Tse On Kin

Chairman

Hong Kong, 30 May 2008

Notes:

- 1. Every member of the Company entitled to attend and vote at the above meeting is entitled to appoint more than one proxy (if a member who is holder of tow or more shares) to attend and vote for him/her on his/her behalf of the meeting. A proxy need not be a member of the Company but must attend the meeting in person to represent you.
- 2. A form of proxy for use at the meeting is enclosed. In order to be valid, the form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be lodged with the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 46/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, in accordance with the instructions printed thereon as soon as possible but in any event not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting (as the case may be).