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

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**If you are in doubt** as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Ford Glory Group Holdings Limited or Victory City International Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Capitalised terms used in this circular shall have the same meanings as defined in the section headed "Definitions" in this circular.

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**VICTORY CITY INTERNATIONAL  
HOLDINGS LIMITED**

**冠華國際控股有限公司\***

*(incorporated in Bermuda with limited liability)*

**(Stock code: 539)**



**FORD GLORY GROUP  
HOLDINGS LIMITED**

**福源集團控股有限公司\***

*(incorporated in Bermuda with limited liability)*

**(Stock code: 1682)**

**GRANT OF OPTIONS  
UNDER THE FGG SHARE OPTION SCHEME  
AND  
NOTICE OF THE VC SGM  
AND  
NOTICE OF THE FGG SGM**

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A joint letter from the VC Board and the FGG Board is set out on pages 3 to 8 of this circular. A notice convening the VC SGM and the FGG SGM to be held at Unit D, 3rd Floor, Winfield Industrial Building, 3 Kin Kwan Street, Tuen Mun, New Territories, Hong Kong on 27 April 2011 at 10:30 a.m. and 11:00 a.m. respectively or any adjournment thereof is set out on pages 9 to 10 and 11 to 12 of this circular respectively.

Whether or not you are able to attend the VC SGM or the FGG SGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and deposit it with Tricor Secretaries Limited, the branch share registrar of VC and FGG in Hong Kong, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding the meetings or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meetings if you so wish.

\* *For identification purposes only*

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## DEFINITIONS

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

“2011 FGG SGM”	the special general meeting of the FGG held on 15 March 2011
“associates”	has the meaning as ascribed to it in the Listing Rules
“FGG”	Ford Glory Group Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange, and a subsidiary of VC
“FGG Board”	the board of directors of FGG
“FGG Board Meeting”	the meeting of the FGG Board held on 17 March 2011, approving, among other matters, the proposed grant of Options to the Grantees under the FGG Share Option Scheme
“FGG Existing Options”	the share options granted and yet to be exercised under the FGG Share Option Scheme as at the date of 2011 FGG SGM
“FGG General Scheme Limit”	the limit imposed under the rules of the FGG Share Option Scheme on the total number of FGG Shares which may be allotted and issued upon the exercise of all options granted or to be granted under the FGG Share Option Scheme and any other share option schemes of FGG, being 10% of FGG’s issued share capital as at the date when dealings in the FGG Shares on the Stock Exchange first commenced
“FGG Group”	FGG and its subsidiaries
“FGG SGM”	the special general meeting of FGG to be convened and held at Unit D, 3rd Floor, Winfield Industrial Building, 3 Kin Kwan Street, Tuen Mun, New Territories, Hong Kong on 27 April 2011 at 11:00 a.m. and any adjournment thereof
“FGG Share(s)”	share(s) of HK\$0.01 each in the capital of FGG
“FGG Share Option Scheme”	the share option scheme conditionally adopted by FGG and approved by the shareholders of VC on 28 July 2010

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## DEFINITIONS

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“FGG Overall Limit”	the maximum number of FGG Shares which may be allotted and issued upon exercise of all outstanding options granted and yet to be exercised under the FGG Share Option Scheme as stipulated under Rule 17.03(3) of the Listing Rules, being 30% of the FGG Shares in issue from time to time
“Grantees”	the grantees of the proposed grant of Options
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	1 April 2011, being the latest practicable date prior to the printing of this circular for ascertaining certain information disclosed herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Ng”	Mr. Ng Tsze Lun, one of the senior management staff of FGG and the brother of Mr. Ng Tze On, an executive director of FGG, and one of the Grantees of the proposed grant of the Options
“Options”	the 42,945,000 options proposed to be granted to the Grantees under the FGG Share Option Scheme to subscribe for FGG Shares as announced by FGG on 17 March 2011
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“VC”	Victory City International Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange
“VC Board”	the board of directors of VC
“VC SGM”	the special general meeting of VC to be convened and held at Unit D, 3rd Floor, Winfield Industrial Building, 3 Kin Kwan Street, Tuen Mun, New Territories, Hong Kong on 27 April 2011 at 10:30 a.m. and any adjournment thereof
“VC Shares”	share(s) of HK\$0.01 each in the capital of VC
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent.

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LETTER FROM THE VC BOARD AND THE FGG BOARD

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**VICTORY CITY INTERNATIONAL  
HOLDINGS LIMITED**

冠華國際控股有限公司\*

(incorporated in Bermuda with limited liability)

(Stock code: 539)

*Executive directors:*

Li Ming Hung (*Chairman*)  
Chen Tien Tui (*Chief Executive Officer*)  
Lee Yuen Chiu, Andy  
Choi Lin Hung

*Independent non-executive directors:*

Kan Ka Hon  
Phaisalakani Vichai (Andy Hung)  
Kwok Sze Chi

*Registered office:*

Clarendon House  
Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place  
of business in Hong Kong:*

Unit D, 3rd Floor  
Winfield Industrial Building  
3 Kin Kwan Street  
Tuen Mun  
New Territories  
Hong Kong



**FORD GLORY GROUP  
HOLDINGS LIMITED**

福源集團控股有限公司\*

(incorporated in Bermuda with limited liability)

(Stock code: 1682)

*Executive directors:*

Choi Lin Hung  
(*Chairman and Chief Executive Officer*)  
Lau Kwok Wa, Stanley  
Ng Tze On

*Non-executive directors:*

Chen Tien Tui  
Li Ming Hung

*Independent non-executive directors:*

Lau Chi Kit  
Mak Chi Yan  
Wong Wai Kit, Louis  
Yuen Kin Kei

*Registered office:*

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place  
of business in Hong Kong:*

19/F, Ford Glory Plaza  
37-39 Wing Hong Street  
Cheung Sha Wan  
Kowloon  
Hong Kong

7 April 2011

*To the shareholders and, for information only, option holders of VC and FGG*

Dear Sirs

**GRANT OF OPTIONS  
UNDER THE FGG SHARE OPTION SCHEME**

**INTRODUCTION**

On 17 March 2011, the FGG Board Meeting was held and the FGG Board approved the proposed grant of Options to the Grantees under the FGG Share Option Scheme; subject to (if applicable) (i) the approval by the shareholders of FGG at the FGG SGM; (ii) the

\* For identification purposes only

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## LETTER FROM THE VC BOARD AND THE FGG BOARD

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approval by the shareholders of VC at the VC SGM; and (iii) the acceptance of the Grantees. As at the Latest Practicable Date, VC is interested in approximately 72.522% of the issued shares of FGG and is the holding company of the FGG. It was proposed that at the FGG SGM, resolution in relation to the grant of options to Mr. Ng would be proposed to the shareholders of FGG for consideration and, if thought fit, approval. Pursuant to Rule 17.01(4) of the Listing Rules, resolution in relation to the grant of options to Mr. Ng would be simultaneously proposed to the shareholders of VC (being the holding company of FGG) at the VC SGM for consideration and, if thought fit, approval.

The purpose of this circular is to provide the shareholders of VC and FGG with details of the proposed grant of options to Mr. Ng and to give the shareholders of VC and FGG notice of the VC SGM and the FGG SGM.

### PROPOSED GRANT OF OPTIONS TO MR. NG

#### (i) Details of the proposed grant of options to Mr. Ng

Subject to (if applicable) (i) the approval of the shareholders of FGG at the FGG SGM; (ii) the approval of the shareholders of VC at the VC SGM; and (iii) the acceptance of the Grantees, the FGG Board proposed to grant the Options to the Grantees under the FGG Share Option Scheme.

On 15 March 2011, the FGG General Scheme Limit was refreshed at 43,800,000 FGG Shares, representing 10% of the FGG Shares in issue as at the date of the 2011 FGG SGM. Since the date of the 2011 FGG SGM, FGG has not yet granted any options under the refreshed FGG General Scheme Limit. The FGG Board has proposed to grant the Options to the Grantees, to subscribe for a total of 42,945,000 FGG Shares, representing approximately 9.80% of the total issued share capital of FGG as at the Latest Practicable Date and thus complying the refreshed FGG General Scheme Limit.

As at the Latest Practicable Date, a total of 438,000,000 FGG Shares were in issue and the total number of FGG Shares that may be allotted and issued upon exercise of all FGG Existing Options was 41,250,000. On this basis, the total number of FGG Shares that may be allotted and issued upon exercise of all FGG Existing Options and that may be allotted and issued upon exercise of Options proposed to be granted is 84,195,000, representing approximately 19.22% of the total issued share capital of FGG as at the Latest Practicable Date and thus complying the FGG Overall Limit.

Pursuant to Rule 17.03(4) of the Listing Rules, the total number of securities issued and to be allotted and issued upon exercise of the options granted to each individual participant (including both exercised and outstanding options) in any 12-month period must not exceed one per cent. of the relevant class of securities of FGG in issue (“**Individual Limit**”) unless approved by the shareholders of FGG and the shareholders of VC.

Mr. Ng, one of the Grantees, held 21,000,000 FGG Existing Options as at the Latest Practicable Date. The 21,000,000 FGG Existing Options were granted to Mr. Ng on 2 June 2010 at an exercise price of HK\$0.60 per FGG Share and with an exercise period from 5 October 2012 to 31 May 2020. Among the Options, the FGG Board has proposed to grant

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## LETTER FROM THE VC BOARD AND THE FGG BOARD

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37,000,000 options to Mr. Ng, representing approximately 8.45% of the FGG Shares in issue as at the Latest Practicable Date. The proposed grant of options to Mr. Ng would result in the FGG Shares issued and to be allotted and issued upon exercise of all options already granted or to be granted to him in the 12-month period ended on the date of FGG Board Meeting, in aggregate over one per cent. and thus exceeds the Individual Limit. Pursuant to Rules 17.03(4) and 17.01(4) of the Listing Rules, the grant of options to Mr. Ng must be separately approved by the shareholders of FGG at the FGG SGM and the shareholders of VC at the VC SGM with Mr. Ng and his associates abstaining from voting. The proposed grant of options to each of the other Grantees will not exceed their respective Individual Limit.

The following table illustrates the number of FGG Shares to be allotted and issued upon exercise in full of the options granted or to be granted to Mr. Ng and the changes in shareholdings with respect to the issued share capital of FGG as at the Latest Practicable Date and the enlarged share capital of FGG assuming exercise in full of the options:

Name of Grantee	Number of FGG Shares to be allotted and issued upon exercise in full of the FGG Existing Options	Approximate percentage of FGG Shares to be allotted and issued upon exercise in full of the FGG Existing Options in the Latest Practicable Date (%)	Number of FGG Shares to be allotted and issued upon exercise in full of the options to be granted	Approximate percentage of FGG Shares to be allotted and issued upon exercise in full of the options in the issued share capital of FGG as at the Latest Practicable Date (%)	Number of FGG Shares to be allotted and issued upon exercise in full of the FGG Existing Options and the options to be granted	Approximate percentage of FGG Shares to be allotted and issued upon exercise in full of the FGG Existing Options and the options in the enlarged issued share capital of FGG (%)
Mr. Ng Tsze Lun	21,000,000	4.79	37,000,000	8.45	58,000,000	11.11

Save as the options mentioned above, Mr. Ng and his associates held 944,360 FGG Shares as at the Latest Practicable Date.

As at the Latest Practicable Date, Mr. Ng and his associates held 1,733,074 VC Shares and 6,398,946 share options of VC granted and yet to be exercised under the share option scheme of VC.

### (ii) Terms of the options to be granted to Mr. Ng

The following are the principal terms of the options to be granted to Mr. Ng:

#### *Exercise period*

Save as stated in this circular, the exercise of the options is not subject to any other conditions. The options have a validity period of five years commencing from the date of approval of the grant of options at the VC SGM and the FGG SGM (“**Shareholders Approval Date**”) and have a vesting period of two years from the

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## LETTER FROM THE VC BOARD AND THE FGG BOARD

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Shareholders Approval Date. The FGG Board may resolve to shorten or lengthen such vesting period. Subject to the FGG Board's approval, there may be no vesting period while the maximum vesting period is four years.

### *Subscription price*

The subscription price of the FGG Shares to be allotted and issued upon exercise of the options is HK\$0.844 per FGG Share, representing the highest of (i) the closing price of the FGG Shares on the daily quotations of the Stock Exchange on the date of FGG Board Meeting; (ii) the average of the closing prices of the FGG Shares as stated on the Stock Exchange's daily quotations for the five trading days immediately preceding to the date of FGG Board Meeting; and (iii) the nominal value of the FGG Shares (being HK\$0.01 per FGG Share).

The closing prices of the FGG Shares from 10 March 2011 up to the trading day immediately preceding the date of FGG Board Meeting were as follows:

<b>Date</b>	<b>Closing price</b> <i>(HK\$ per FGG Share)</i>
10 March 2011	0.86
11 March 2011	0.82
14 March 2011	0.87
15 March 2011	0.86
16 March 2011	0.81

The average of the closing prices of the FGG Shares as stated on the Stock Exchange's daily quotations for the five trading days immediately preceding the date of FGG Board Meeting was HK\$0.844 and the closing price of the FGG Shares as stated on the daily quotation of the Stock Exchange on the date of FGG Board Meeting was HK\$0.81. The subscription price of the options is therefore proposed to be HK\$0.844 per FGG Share.

### *Consideration*

A consideration of HK\$1 by each Grantee is payable upon acceptance of the options. FGG Shares to be allotted and issued upon the exercise of the options will be subject to all the provisions of the bye-laws of FGG for the time being in force and will rank pari passu in all respects with the fully paid FGG Shares in issue as at the date on which the options are duly exercised.



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## LETTER FROM THE VC BOARD AND THE FGG BOARD

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### **(iii) Purpose of granting the options**

The purpose of the FGG Share Option Scheme was to enable FGG to grant options to selected participants as incentives or rewards for their contribution to the FGG Group. Mr. Ng joined the FGG Group in 1998 and had served the FGG Group for over 12 years. He acts as the director of several subsidiaries of the FGG Group and had contributed to the growth and development of the FGG Group. The proposed grant of options to Mr. Ng is to reward him for his contributions to the FGG Group and it is also considered that by granting options to Mr. Ng, he may be further motivated to continue his contribution to the FGG Group. There is no performance target that must be achieved before the options can be exercised.

### **(iv) Listing approval**

The proposed grant of options is also subject to the granting of the listing, and permission to deal in, the FGG Shares which may fall to be allotted and issued upon the exercise of any options by the Listing Committee of the Stock Exchange. The relevant listing approval has been obtained by the FGG Group on 17 March 2011.

### **THE FGG SGM**

A notice of the FGG SGM is enclosed with this circular. At the FGG SGM, ordinary resolution is proposed to approve the grant of options to Mr. Ng under the FGG Share Option Scheme.

A form of proxy for use at the FGG SGM is enclosed with this circular. Whether or not you are able to attend the FGG SGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and deposit it with Tricor Secretaries Limited, the branch share registrar of FGG in Hong Kong, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding 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 if you so wish.

### **THE VC SGM**

A notice of the VC SGM is enclosed with this circular. At the VC SGM, ordinary resolution is proposed to approve the grant of options to Mr. Ng under the FGG Share Option Scheme.

A form of proxy for use at the VC SGM is enclosed with this circular. Whether or not you are able to attend the VC SGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and deposit it with Tricor Secretaries Limited, the branch share registrar of VC in Hong Kong, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding 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 if you so wish.

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## LETTER FROM THE VC BOARD AND THE FGG BOARD

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### RESPONSIBILITY STATEMENT

This circular, for which the VC Board and the FGG Board collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the FGG Group. The VC Board and the FGG Board, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this circular or this circular misleading.

### RECOMMENDATION FROM FGG

The FGG Board believes that the grant of options to Mr. Ng under the FGG Share Option Scheme is in the best interests of FGG and its shareholders and therefore recommends the shareholders of FGG to vote in favour of the ordinary resolution in relation to the grant of options to Mr. Ng under the FGG Share Option Scheme to be proposed at the FGG SGM.

### RECOMMENDATION FROM VC

The VC Board believes that the grant of options to Mr. Ng under the FGG Share Option Scheme is in the best interests of VC and its shareholders and therefore recommends the shareholders of VC to vote in favour of the ordinary resolution in relation to the grant of options to Mr. Ng under the FGG Share Option Scheme to be proposed at the VC SGM.

Yours faithfully

For and on behalf of the VC Board  
**Victory City International Holdings Limited**  
**Li Ming Hung**  
*Chairman*

Yours faithfully

For and on behalf of the FGG Board  
**Ford Glory Group Holdings Limited**  
**Choi Lin Hung**  
*Chairman*

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NOTICE OF THE VC SGM

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**VICTORY CITY INTERNATIONAL HOLDINGS LIMITED**  
**冠華國際控股有限公司\***

*(incorporated in Bermuda with limited liability)*  
**(Stock code: 539)**

**NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the special general meeting of Victory City International Holdings Limited (“VC”) will be held at Unit D, 3rd Floor, Winfield Industrial Building, 3 Kin Kwan Street, Tuen Mun, New Territories, Hong Kong on 27 April 2011 at 10:30 a.m. to consider and, if thought fit, pass the following resolution as ordinary resolution:

**ORDINARY RESOLUTION**

**“THAT**

- (a) pursuant to the terms of the share option scheme (“**FGG Share Option Scheme**”) of Ford Glory Group Holdings Limited (“**FGG**”), a subsidiary of VC, conditionally adopted by FGG and approved by the shareholders of VC on 28 July 2010, approval be and is hereby generally and unconditionally granted for the grant of options to Mr. Ng Tsze Lun to subscribe for 37,000,000 shares in the share capital of FGG under the FGG Share Option Scheme, of which representing more than one per cent. of the issued share capital of FGG as at 17 March 2011, being the date of the meeting of the board of directors of FGG approving such grant of options; and
- (b) any director of FGG be and is hereby authorised to take any step as he considers necessary, desirable or expedient in connection with the grant of options approved by the board of directors of FGG on 17 March 2011.”

By order of the board of directors of  
**Victory City International Holdings Limited**  
**Li Ming Hung**  
*Chairman*

Hong Kong, 7 April 2011

\* For identification purposes only

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## NOTICE OF THE VC SGM

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*Registered office:*  
Clarendon House  
Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place  
of business in Hong Kong:*  
Unit D, 3rd Floor  
Winfield Industrial Building  
3 Kin Kwan Street  
Tuen Mun  
New Territories  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the bye-laws of VC, vote in his stead. A proxy need not be a member of VC.
2. To be valid, the form of proxy and/or a power of attorney or other authority, if any, under which it is signed or a notorially certified copy of such power or authority must be deposited at the offices of VC's Hong Kong branch registrar, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the time of the meeting or any adjourned meeting.
3. Delivery of an instrument appointing a proxy should not preclude member from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto to. If more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of VC in respect of the joint holding.
5. As at the date of this notice, the board of directors of VC comprises Mr. Li Ming Hung, Mr. Chen Tien Tui, Mr. Lee Yuen Chiu, Andy and Mr. Choi Lin Hung as executive directors and Mr. Kan Ka Hon, Mr. Phaisalakani Vichai and Mr. Kwok Sze Chi as independent non-executive directors.

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**NOTICE OF THE FGG SGM**

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**FORD GLORY GROUP HOLDINGS LIMITED**

**福源集團控股有限公司\***

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**(Stock code: 1682)**

**NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the special general meeting of Ford Glory Group Holdings Limited (“**FGG**”) will be held at Unit D, 3rd Floor, Winfield Industrial Building, 3 Kin Kwan Street, Tuen Mun, New Territories, Hong Kong on 27 April 2011 at 11:00 a.m. to consider and, if thought fit, pass the following resolution as ordinary resolution:

**ORDINARY RESOLUTION**

**“THAT**

- (a) pursuant to the terms of the share option scheme (“**FGG Share Option Scheme**”) of FGG conditionally adopted by FGG and approved by the shareholders of Victory City International Holdings Limited on 28 July 2010, approval be and is hereby generally and unconditionally granted for the grant of options to Mr. Ng Tsze Lun to subscribe for 37,000,000 shares in the share capital of FGG under the FGG Share Option Scheme, of which representing more than one per cent. of the issued share capital of FGG as at 17 March 2011, being the date of the meeting of the board of directors of FGG approving such grant of options; and
- (b) any director of FGG be and is hereby authorised to take any step as he considers necessary, desirable or expedient in connection with the grant of options approved by the board of directors of FGG on 17 March 2011.”

By order of the board of directors of  
**Ford Glory Group Holdings Limited**  
**Choi Lin Hung**  
*Chairman*

Hong Kong, 7 April 2011

\* *For identification purposes only*

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## NOTICE OF THE FGG SGM

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*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place  
of business in Hong Kong:*  
19/F, Ford Glory Plaza  
37-39 Wing Hong Street  
Cheung Sha Wan  
Kowloon  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the bye-laws of FGG, vote in his stead. A proxy need not be a member of FGG.
2. To be valid, the form of proxy and/or a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of FGG's Hong Kong branch registrar, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the time of the meeting or any adjourned meeting.
3. Delivery of an instrument appointing a proxy should not preclude member from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto. If more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of FGG in respect of the joint holding.
5. As at the date of this notice, the board of directors of FGG comprises three executive directors, namely Mr. Choi Lin Hung, Mr. Lau Kwok Wa, Stanley and Mr. Ng Tze On and two non-executive directors, namely Mr. Chen Tien Tui and Mr. Li Ming Hung and four independent non-executive directors, namely Mr. Lau Chi Kit, Mr. Mak Chi Yan, Mr. Wong Wai Kit, Louis and Mr. Yuen Kin Kei.