

FinTronics

銀創控股

FINTRONICS HOLDINGS COMPANY LIMITED

銀創控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock code: 706)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (“AGM”) of FinTronics Holdings Company Limited (“Company”) will be held at Tien Room, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong at 10:30 a.m. on Friday, 30 June 2006 to consider and, if thought fit, transact the following ordinary businesses:

1. To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2005.
2. To re-elect retiring directors of the Company (each as a separate resolution) and to authorise the board of directors to fix director’s remuneration (see note 4).
3. To re-appoint auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.

and as special business, to consider and, if thought fit, pass the following resolutions as ordinary or, as the case may be, special resolutions:

4. As a special resolution, to consider and, if thought fit, to approve the amendments to the bye-laws of the Company.
5. As an ordinary resolution, to approve the refreshment of the 10% general limit of the share option scheme of the Company.
- 6(A). As an ordinary resolution, to grant a general mandate to the board of directors of the Company to allot, issue and deal with additional shares in the Company not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution.
- 6(B). As an ordinary resolution, to grant a general mandate to the board of directors of the Company to repurchase shares in the Company not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.
- 6(C). As an ordinary resolution, subject to the passing of resolutions numbered 6(A) and 6(B), to extend the general mandate granted by resolution numbered 6(A) by adding thereto the shares repurchased pursuant to the general mandate granted by resolution numbered 6(B).

By order of the board of directors of
FinTronics Holdings Company Limited
Sze Wai, Marco
Chairman

Hong Kong, 8 June 2006

* for identification purposes only

As at the date of this notice, the board of directors comprises the following directors:

Executive directors

Sze Wai, Marco
Chu Chi Shing
Gu Peijian
Song Jing Sheng

Independent non-executive directors

Wong Po Yan
Mao Zhenhua
Chong Yiu Kan, Sherman

Principal place of business in Hong Kong:

Units 2003 and 2005
20th Floor
Great Eagle Centre
23 Harbour Road
Wanchai
Hong Kong

Notes:

1. This is a summary of the full text of the notice of AGM. The full text of the resolutions is set out in the notice of AGM which is included in the circular despatched to the shareholders on 8 June 2006.
2. A member entitled to attend and vote at the AGM is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the bye-laws of the Company, vote in his stead. A proxy need not be a member of the Company.
3. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the offices of the Company's Hong Kong branch registrar Tengis Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the AGM or adjourned meeting. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the AGM or any adjournment thereof, should he so wish.
4. In relation to resolution no. 2 above, Chu Chi Shing, Gu Peijian and Song Jing Sheng will retire from their respective office of director at the AGM and being eligible, offer themselves for re-election.

“Please also refer to the published version of this announcement in China Daily.”