



# 北方興業控股有限公司\*

## NORTHERN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code : 736)

### NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the above mentioned company (the "Company") will be held at Novotel Century Hong Kong, Plaza IV, Lower Lobby, 238 Jaffe Road, Wanchai, Hong Kong on 22 March 2005 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution:

#### ORDINARY RESOLUTION

"THAT the issue by way of open offer of such number of new shares equal to the number of shares of the Company in issue as at 8 March 2005 ("Offer Shares") to shareholders whose names are registered on the register of members of the Company on 8 March 2005 (other than those shareholders whose registered addresses on the register of members of the Company on 8 March 2005 are outside Hong Kong and, to whom the Directors consider that it may be unlawful, impracticable or inconvenient to make an offer of the Offer Shares) on the terms and conditions set out in a prospectus to be sent to the shareholders of the Company on or about 23 March 2005, a copy of which has been submitted to the meeting and signed by the Chairman for the purpose of identification, be and is hereby approved and the directors of the Company be and are hereby authorised to issue and allot such Offer Shares by way of open offer and otherwise on the terms set out in such prospectus."

By Order of the Board  
**Jennifer Cheung Mei Ha**  
Secretary

Hong Kong, 4 March 2005

*Principal office:*  
2nd Floor, Block A  
Man Foong Industrial Building  
7 Cheung Lee Street  
Chaiwan  
Hong Kong

*Notes :*

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. In order to be valid, a form of proxy must be deposited at the Company's principal office together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, not less than 48 hours before the time for holding the meeting or adjourned meeting.

*As at the date of this announcement, the executive directors are Mr. Chong Sing Yuen, Mr. Wong Siu Keung, Joe, Mr. Chu Kiu Fat, Mr. Chong Chun Kwok, Piggy and Mr. Chong Chun Hing; and the independent non-executive directors are Mr. Chan Ping Yim, Mr. Chan Shun and Mr. Cheng Kwok Hing, Andy.*

\* For identification only

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