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## **SINO HAIJING HOLDINGS LIMITED**

### **中國海景控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8065)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “Extraordinary General Meeting”) of the shareholders of SINO HAIJING HOLDINGS LIMITED 中國海景控股有限公司 (the “Company”) will be held at Room 2412, 24/F., Wing On Centre, 111 Connaught Road Central, Hong Kong on Monday, 30 November 2009 at 2:30 p.m., for the following purposes:

### **ORDINARY RESOLUTIONS**

As special business, to consider and, if thought fit, pass, with or without amendments, the following resolution as ordinary resolutions:

- 1 **“THAT** the Grant of 4,000,000 Share Options to Mr. Wang Yi conditionally approved by the Board of Directors on 6 November 2009 be and is hereby approved, ratified and confirmed.”
- 2 **“THAT** the Grant of 2,880,000 Share Options to Mr. Deng Chuangping conditionally approved by the Board of Directors on 6 November 2009 be and is hereby approved, ratified and confirmed.”
- 3 **“THAT** any one Director and/or the company secretary of the Company be and are hereby authorised to perform all such acts, deeds and things and execute all documents as they consider necessary or expedient to effect and implement the Grant of Share Options in Resolution No. 1 and No. 2 above.”

For and on behalf of the Board  
**Sino Haijing Holdings Limited**  
**中國海景控股有限公司**  
**Chao Pang Fei**  
*Chairman*

Hong Kong, 13 November 2009

*Registered Office:*

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
KY1-1111  
Grand Cayman  
Cayman Islands

*Head Office and Principal place  
of business in Hong Kong*

Room 2412, 24/F.,  
Wing On Centre  
111 Connaught Road Central  
Hong Kong

*Notes:*

1. A form of proxy for use at the meeting is being despatched to the shareholders of the Company together with the circular containing this notice.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorised to sign the same.
3. Any shareholder entitled to attend and vote at the meeting convened by the above notice shall be entitled to appoint a proxy or if holding two or more shares, more than one proxy to attend and vote instead of him. A proxy need not be a member of the Company.
4. Proxy forms together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited at the Company's share registrar in Hong Kong, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
5. Completion and deposit of the form of proxy will not preclude a shareholder of the Company from attending and voting in person at the meeting convened or any adjourned meeting and in such event, the form of proxy will be deemed to be revoked.
6. Where there are joint holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the meeting, the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand on the register of members of the Company in respect of the joint holding.

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material aspects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*As at the date of this announcement, the Board comprises of Mr. Chao Pang Fei (executive Director), Mr. Wang Yi (executive Director), Ms. Hui Hongyan (executive Director), Mr. Lan Yu Ping (non-executive Director), Mr. Ho Ka Wing (independent non-executive Director), Mr. Cheng Yun Ming, Matthew (independent non-executive Director) and Mr. Sin Ka Man (independent non-executive Director).*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website (<http://www.hkgem.com>) for at least seven days from the date of its posting and on the website of the Company at [www.sinohaijing.com](http://www.sinohaijing.com)*