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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: 1106)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Sino Haijing Holdings Limited (the “Company”) will be held at Suites 3701-10, 37th Floor, Jardine House, 1 Connaught Place, Central, Hong Kong on Friday, 12 August 2016 at 10:00 a.m. for the purpose of considering, and if thought fit, passing the following resolution as ordinary resolutions:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (i) a subscription agreement dated 4 February 2016 with an addendum dated 20 July 2016 (together, the “**Subscription Agreement**”) (a copy of the Subscription Agreement has been produced to the Meeting and marked “A”, and initialed by the chairman of the Meeting for the purpose of identification) entered into between Impression Culture Asia Limited, a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of the Company, as the subscriber, and Yong Tai Berhad (“**YTB**”), a company incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad, as the issuer, in relation to the subscription of 150,000,000 new ordinary shares of YTB and 200,000,000 irredeemable convertible preference shares and the transactions contemplated thereunder or incidental to the Subscription Agreement be and are hereby approved, ratified and confirmed; and

- (ii) any Director be and is hereby authorised for and on behalf of the Company to sign and execute all such documents, instruments, agreements or deeds and to implement and take all steps and to do all acts or things deemed by the Director in his/her absolute discretion to be necessary or desirable to give effect and/or to complete or in connection with the transactions contemplated by the Subscription Agreement (including, without limitation to, the execution, amendment, supplement, delivery, submission and implementation of any further documents or agreements amending the terms of the Subscription Agreement).”

2. **“THAT:**

- (i) the conditional placing agreement (the **“Placing Agreement”**) entered into between the Company as issuer and Kingston Securities Limited, China Galaxy International Securities (Hong Kong) Co., Limited, Southwest Securities (HK) Brokerage Limited and CLC Securities Limited as the placing agents dated 19 May 2016 in relation to the placing of up to 6,000,000,000 new ordinary shares of HK\$0.0125 each of the Company (the **“Placing Shares”**) at a price of HK\$0.10 per Placing Share on a best effort basis (a copy of the Placing Agreement has been produced to the Meeting and marked “B”, and initialed by the chairman of the Meeting for the purpose of identification) and all the transactions contemplated thereunder (including the allotment and issue of the Placing Shares pursuant thereto) be and are hereby approved, confirmed and ratified;
- (ii) the directors of the Company (the **“Director”**) be and are hereby specifically authorised to allot and issue the Placing Shares in accordance with the terms of the Placing Agreement; and
- (iii) any Director be and is hereby authorised to do all such further acts and things, negotiate, approve, agree, sign, initial, ratify and/or execute such further documents, instruments and agreements (whether under common seal or not) and to take all steps and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Placing Agreement and the transactions contemplated thereunder (including the allotment and issue of the Placing Shares pursuant thereto) as he/she may in his/her absolute discretion consider necessary or desirable.”

By order of the Board
Sino Haijing Holdings Limited
Li Zhenzhen
Chairman

Hong Kong, 26 July 2016

As at the date of this announcement, the Board comprises of Ms. Li Zhenzhen, Mr. Lam Chi Keung, Mr. Lam Wai Hung, Ms. Hu Jianping and Mr. Wang Xin as executive Directors; Mr. Wei Liyi as the non-executive Director; Mr. Pang Hong, Mr. Lee Tao Wai and Mr. Lam Hoi Lun as the independent non-executive Directors.

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