



**Long Success International (Holdings) Limited**

**百齡國際（控股）有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 8017)**

**NOTICE OF SGM**

**NOTICE IS HEREBY GIVEN** that a special general meeting of Long Success International (Holdings) Limited (“the Company”) will be held at the Function Room of Macau Jockey Club, 1/F., China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong at 11:00 a.m. on Friday, 30 May 2008 for the purpose of considering and, if thought fit, passing the following resolution:

**ORDINARY RESOLUTION**

**“THAT**

pursuant to the sale and purchase agreement entered into between the Company and Styland Holdings Limited (“the Vendor”) on 28 March 2008 as supplemented by a supplemental agreement entered into between the Company and the Vendor on 3 April 2008 (together, “the Acquisition Agreement”), the Company agreed to acquire and the Vendor agreed to procure the sale of a total of 2 shares of HK\$1.00 each in the issued share capital of City Faith Investments Limited (“City Faith”) and the shareholder’s loans advanced by the Vendor and/or its group company to City Faith and remaining outstanding from City Faith to the Vendor as at the completion of the Acquisition Agreement:

- (i) any one or more of the Directors be and is/are hereby unconditionally authorized to issue the convertible notes (“the Convertible Notes”) in the principal amount of HK\$10,700,000 in accordance with the terms and conditions of the Acquisition Agreement, and to do all such acts and things and execute all such documents as such Director or Directors may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the issue of Convertible Notes; and
- (ii) any one or more of the Directors be and is/are hereby unconditionally authorized to allot and issue such number of new ordinary shares of HK\$0.01 each in the share capital of the Company which may fall to be issued upon the exercise of the conversion rights attached to the Convertible Notes.”

By Order of the Board  
**Long Success International (Holdings) Limited**  
**Wong Kam Leong**  
*Chairman*

Hong Kong, 28 April 2008

\* for identification purpose only

*Registered Office:*

Canon's Court  
22 Victoria Street  
Hamilton HM12  
Bermuda

*Head Office and Principal Place of Business:*

Unit 910, 9/F.  
China Merchants Tower  
Shun Tak Centre  
168-200 Connaught Road Central  
Hong Kong

*Notes:*

1. A member of the Company entitled to attend and vote at the SGM convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, vote instead of such member. A proxy need not be a member of the Company.
2. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holders, seniority being determined by the order in which names stand in the register of members.
3. In order to be valid, the form of proxy together with a power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the SGM (or any adjournment thereof).
4. As at the date of this notice, the executive Directors are Mr. Wong Kam Leong, Mr. Hui Siu Lun and Ms. Li Jie Yi; and the independent non-executive Directors are Mr. Ng Kwok Chu, Winfield, Mr. Ng Chau Tung, Robert and Mr. Leung Kar Loon, Stanley.