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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 SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a special general meeting (“SGM”) of the shareholders 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 10:30 a.m. on Thursday, 23 December 2010 for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

ORDINARY RESOLUTIONS

“1. **THAT:**

- (i) the subscription agreement dated 17 November 2010 (the “**Subscription Agreement**”) and the supplemental agreement dated 3 December 2010 (the “**Supplemental Agreement**”) between the Company and Concept Capital Management Limited (the “**Subscriber**”), pursuant to which the Subscriber has conditionally agreed to subscribe for the convertible notes in the principal amount of RMB70,000,000 (equivalent to approximately HK\$81,680,280), with the right to convert at the initial conversion price of HK\$0.25 (subject to adjustment and reset) per conversion share (the “**Notes**”), a copy of which has been produced to this meeting marked “A” and initialed by the Chairman of the meeting for identification purpose and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (ii) the issue of the Notes in accordance with the terms and conditions of the Subscription Agreement, the Supplemental Agreement and the terms and conditions of the Notes attached to the Subscription Agreement, the Supplemental Agreement and the transaction thereunder be and are hereby approved, ratified and confirmed;

- (iii) the issue and allotment of up to 1,187,320,070 new ordinary shares of the at the minimum reset price of HK\$0.1 each (subject to adjustment) which may fall to be issued upon the exercise of the conversion right attached to the Notes be and are hereby approved, ratified and confirmed; and
- (iv) any one or more of the Directors be and is/are hereby authorized to do all other acts and things and execute all documents which he/she/they consider(s) necessary or expedient for the implementation of and giving effect to the Subscription Agreement, the Supplemental Agreement and the transactions contemplated thereunder.”

“2. **THAT:**

the authorised share capital of the Company be and is hereby increased from HK\$100,000,000 divided into 2,500,000,000 ordinary shares of HK\$0.04 each to HK\$300,000,000 divided into 7,500,000,000 ordinary shares of HK\$0.04 each.”

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

Hong Kong, 7 December 2010

Head office and principal place of business:
26/F, EIB Centre,
40-44 Bonham Strand,
Sheung Wan,
Hong Kong

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on GEM, all the resolutions to be voted by poll at the SGM.
2. Every member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy need not be a member of the Company.
3. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof.
4. A form of proxy for use at the meeting is enclosed. Whether or not you are able to attend the meeting in person, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon.
5. Completion and delivery of the form of proxy will not preclude members from attending and voting in person at the meeting or any adjournment thereof should they so wish, and in such event, the form of proxy will be deemed to be revoked.
6. Where there are joint registered holders of any share(s) of the Company, any one of such joint holders may attend and vote at the meeting, either in person or by proxy, in respect of such share(s) as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share(s) shall alone be entitled to vote in respect thereof.

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Wong Kam Leong, Mr. Hu Dongguang, Mr. Wu Bingxiang and Dr. Guo Wanda; one non-executive director, namely Mr. Zhang Chi; and four independent non-executive directors, namely Mr. Ng Kwok Chu, Winfield, Mr. Ng Chau Tung, Robert, Mr. Tse Ching Leung and Mr. Wang Qingyi.

* *for identification purpose only*