



大中華實業控股有限公司\*

GREATER CHINA HOLDINGS LIMITED

*(incorporated in Bermuda with limited liability)*

(Stock code: 431)

website: <http://www.irasia.com/listco/hk/greaterchina/index.htm>

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of the abovementioned company (the “Company”) will be held at Plaza IV, Lower Lobby, Novotel Century Hong Kong Hotel, 238 Jaffe Road, Wanchai, Hong Kong on Wednesday, 12 December 2007 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution:

### ORDINARY RESOLUTION

“**THAT:**

- (a) the shareholding transfer agreement (the “**Shareholding Transfer Agreement**”) dated 9 November 2007 (a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for the purpose of identification) and entered into between 江蘇省太倉港港口開發建設投資公司(Jiangsu Taicang Port Development Construction Investment Company Limited) as seller and Toobright Limited as purchaser and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed;
- (b) the directors of the Company be and are hereby authorized to do all such further acts and things and execute further documents and take all steps which may be in their opinion necessary, desirable or expedient to implement and/or give effect to the terms of the Shareholding Transfer Agreement and the transactions contemplated thereunder.”

By Order of the Board

**Chan Sze Hon**

*Company Secretary*

Hong Kong, 23 November 2007

*Head office and principal place of business in Hong Kong:*

Room 1301

1 Lyndhurst Tower

1 Lyndhurst Terrace

Central

Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint more than one proxy to attend and vote in his stead. A proxy need not be a member of the Company.
2. To be valid, the 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 Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the said meeting or adjourned meeting.

*As at the date of this announcement, the Board comprises Ms. Ma Xiaoling and Mr. Chan Sze Hon as executive Directors; and Mr. Ching Men Ky Carl, Mr. Lin Ruei-min and Mr. Shu Wa Tung Laurence as independent non-executive Directors.*

*\* For identification purpose only*