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## **Global Energy Resources International Group Limited** **環球能源資源國際集團有限公司**

*(continued in Bermuda with limited liability)*

**(Stock Code: 8192)**

### **NOTICE OF THE ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting (the “**AGM**”) of Global Energy Resources International Group Limited (the “**Company**”) will be held at Unit 2803, 28th Floor, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong on Wednesday, 9 May 2012 at 11:00 a.m. to consider and, if thought fit, transact the following ordinary business:

1. To receive and consider the audited financial statements and the reports of the directors of the Company (the “**Directors**” and each a “**Director**”) and the Company’s auditors for the year ended 31 December 2011.
2. A. To re-elect Mr. Li Shan Jie as executive Director.  
B. To re-elect Mr. Leung Wah as independent non-executive Director.
3. To authorise the board of Directors (the “**Board**”) to fix the remuneration of the Directors.
4. To appoint HLB Hodgson Impey Cheng Limited as the Company’s auditors and to authorise the Board to fix their remuneration.

As special business, to consider and, if thought fit, pass the following resolutions as ordinary resolutions:

### ORDINARY RESOLUTIONS

5. “**THAT:**

- (A) subject to paragraph (C) below, pursuant to the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), the exercise by the Directors during the Relevant Period (as defined in paragraph (D) below) of all the powers of the Company to allot, issue and deal with the unissued shares in the share capital of the Company and to make or grant offers, agreements and options, including warrants to subscribe for shares of the Company, which might require the exercise of such powers be and the same is hereby generally and unconditionally approved;
- (B) the approval in paragraph (A) above shall authorise the Directors during the Relevant Period (as defined in paragraph (D) below) to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period (as defined in paragraph (D) below);
- (C) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to options or otherwise) by the Directors pursuant to the approval in paragraph (A) above, otherwise than pursuant to (i) a Rights Issue (as defined in paragraph (D) below); or (ii) the exercise of any options granted under all share option schemes of the Company adopted from time to time in accordance with the GEM Listing Rules; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of shares of the Company in lieu of the whole or part of a dividend on shares of the Company in accordance with the bye-laws of the Company in force from time to time; or (iv) any issue of shares of the Company upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares shall not exceed the aggregate of:
  - (I) 20 per cent. of the aggregate nominal amount of the share capital of the Company in issue on the date of the passing of this resolution; and
  - (II) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate nominal amount of any share capital of the Company repurchased by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10 per cent. of the aggregate nominal amount of the share capital of the Company in issue on the date of the passing of this resolution), and the authority pursuant to paragraph (A) of this resolution shall be limited accordingly; and

(D) for the purposes of this resolution:

“**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (I) the conclusion of the next annual general meeting of the Company;
- (II) the expiration of the period within which the next AGM of the Company is required by the bye-laws of the Company or the applicable law(s) of Bermuda to be held; and
- (III) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution;

“**Rights Issue**” means an offer of shares of the Company, or offer or issue of warrants, options or other securities giving rights to subscribe for shares of the Company open for a period fixed by the Directors to holders of shares of the Company on the Company’s register of members on a fixed record date in proportion to their then holdings of shares of the Company (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong).”

6. “**THAT:**

- (A) subject to paragraph (B) below, the exercise by the Directors during the Relevant Period (as defined in paragraph (C) below) of all powers of the Company to repurchase shares on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong (“**SFC**”) and the Stock Exchange for such purpose, and otherwise in accordance with the rules and regulations of the SFC, the Stock Exchange as amended from time to time, the bye-laws of the Company and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;
- (B) the aggregate nominal amount of shares which may be repurchased or agreed to be repurchased by the Company pursuant to the approval in paragraph (A) during the Relevant Period shall not exceed 10 per cent. of the aggregate nominal amount of the issued share capital of the Company as at the date of the passing of this resolution and the authority pursuant to paragraph (A) of this resolution shall be limited accordingly; and

(C) for the purposes of this resolution, “**Relevant Period**” means the period from the date of the passing of this resolution until whichever is the earliest of:

- (I) the conclusion of the next annual general meeting of the Company;
- (II) the expiration of the period within which the next AGM of the Company is required by the bye-laws of the Company or the applicable law of Bermuda to be held; or
- (III) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution.”

7. “**THAT** conditional on the passing of resolutions numbered 5 and 6 above, the general mandate granted to the Directors pursuant to paragraph (A) of resolution numbered 5 above be and is hereby extended by the addition to the aggregate nominal amount of the share capital of the Company purchased by the Company pursuant to or in accordance with the authority granted under paragraph (A) of resolution numbered 6 above, provided that such amount shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company at the date of the passing of the said resolution.”

8. “**THAT:**

(A) subject to and conditional upon the Stock Exchange granting the listing of and permission to deal in, the ordinary shares of HK\$0.0005 each in the capital of the Company (or of such other nominal amount as may result from a sub-division, consolidation or reduction of the share capital of the Company from time to time) (the “**Shares**”) or any part thereof to be issued pursuant to the exercise of any options that may be granted under the share option scheme of the Company (the “**2012 Share Option Scheme**”), the terms of which are contained in the document marked “**A**” produced to the meeting and for the purpose of identification initialled by the Chairman of the meeting, the 2012 Share Option Scheme be and is hereby approved and adopted as the new share option scheme of the Company and the Directors of the Company be and are hereby authorised to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2012 Share Option Scheme, notwithstanding that they or any of them may be interested in the same including without limitation to:

- (1) administer the 2012 Share Option Scheme under which options will be granted to participants qualified under the 2012 Share Option Scheme to subscribe for Shares;
- (2) modify and/or amend the 2012 Share Option Scheme from time to time provided that such modification and/or amendment is/are effected in accordance with the terms and provisions of the 2012 Share Option Scheme in relation to modifications and/or amendments and the requirement of the GEM Listing Rules;

- (3) issue and allot from time to time such number of Shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options granted under the 2012 Share Option Scheme provided that the total number of Shares which may be issued upon exercise of all options to be granted under the 2012 Share Option Scheme and any other share option schemes of the Company shall not exceed ten (10) per cent. of the issued share capital of the Company as at the date of passing this resolution (the “**Scheme Mandate Limit**”), with the acknowledgment that the Company may seek an approval from the Shareholders in general meeting to refresh the Scheme Mandate Limit from time to time but provided always that the maximum number of Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the 2012 Share Option Scheme and any other share option schemes of the Company shall not in aggregate exceed thirty (30) per cent. of the issued share capital of the Company from time to time; and
- (4) make application at the appropriate time or times to the Stock Exchange and any other stock exchanges upon which the issued Shares may be listed at the relevant time for the listing of, and permission to deal in, any Shares or any part thereof that may hereafter from time to time be issued and allotted pursuant to the exercise of options granted under the 2012 Share Option Scheme.
- (B) subject to and conditional on the passing of the Resolution No. 8(1) above, of which this resolution forms part and the condition referred to therein being satisfied or fulfilled, the existing share option scheme adopted and approved by the then sole member of the Company on 26 October 2002 (the “**2002 Share Option Scheme**”) be and is hereby terminated with effect from the conclusion of this meeting such that thereafter no further options shall be offered under the 2002 Share Option Scheme.”

#### **SPECIAL RESOLUTIONS**

As special business, to consider and if thought fit, passing the following resolutions as special resolutions of the Company:

9. “**THAT** the Bye-laws of the Company be amended as follows:
- (a) By deleting all references to the name “Global Solution Engineering Limited” wherever it appears in the Bye-laws and substituting therefor the name “Global Energy Resources International Group Limited 環球能源資源國際集團有限公司”;

**(b) Bye-law 1**

- (i) By adding the following new definition of “Business Day” in Bye-law 1 before the definition of “capital”:

““Business Day” a day on which the Designated Stock Exchange generally is open for business of dealing in securities in Hong Kong. For the avoidance of doubt, where the Designated Stock Exchange is closed for any trading session for the business of dealing in securities in Hong Kong on a business day by reason of a Number 8 or higher typhoon signal, black rainstorm warning or other similar event, such day shall for the purposes of these Bye-laws be counted as a business day.”

- (ii) By moving the existing definition of “Bye-laws” in Bye-law 1 to after the new definition of “Business Day”;
- (iii) By adding the following new definition of “substantial shareholder” in Bye-law 1 after the definition of “Statutes”:

““substantial shareholder” a person who is entitled to exercise, or to control the exercise of, 10% or more (or such other percentage as may be prescribed by the rules of the Designated Stock Exchange from time to time) of the voting power at any general meeting of the Company.”

**(c) Bye-law 2**

- (i) By deleting the existing Bye-law 2(h) in its entirety and substituting therefor the following:

“(h) a resolution shall be a special resolution when it has been passed by a majority of not less than three-fourths of votes cast by such Members as, being entitled so to do, vote in person or, in the case of such Members as are corporations, by their respective duly authorised representative or, where proxies are allowed, by proxy at a general meeting of which Notice has been duly given in accordance with Bye-law 59;”

- (ii) By deleting the words “not less than fourteen (14) clear days’ Notice has been duly given” in the existing Bye-law 2(i) and substituting therefor the words “Notice has been duly given in accordance with Bye-law 59”

**(d) Bye-law 3**

By deleting the existing Bye-law 3(3) in its entirety and substituting therefor the following:

“3. (3) Subject to compliance with the rules and regulations of the Designated Stock Exchange and any other relevant regulatory authority, the Company may give financial assistance for the purpose of or in connection with a purchase made or to be made by any person of any shares in the Company.”

**(e) Bye-law 10**

(i) By adding the word “and” after the semi-colon in Bye-law 10(a).

(ii) By deleting the words “on a poll” in Bye-law 10(b) and deleting the words “; and” after the words “every such share held by him” in Bye-law 10(b) and substituting therefor a full stop.

(iii) By deleting Bye-law 10(c) in its entirety.

**(f) Bye-law 16**

By adding the words “or with the Seal printed thereon” after the words “under the Seal or a facsimile thereof” in Bye-law 16.

**(g) Bye-law 23**

By adding the words “(14)” after the words “expiration of fourteen” in Bye-law 23.

**(h) Bye-law 46**

By adding the words “in any manner permitted by and in accordance with the rules of the Designated Stock Exchange or” in Bye-law 46 after the words “may transfer all or any of his shares”.

**(i) Bye-law 55**

By adding the words “(12)” after the words “means the period commencing twelve” in Bye-law 55(2).

**(j) Bye-law 59**

- (i) By deleting the existing Bye-law 59(1) in its entirety and substituting therefor the following:

“An annual general meeting shall be called by Notice of not less than twenty-one (21) clear days and not less than twenty (20) clear Business Days and any special general meeting at which the passing of a special resolution is to be considered shall be called by Notice of not less than twenty-one (21) clear days and not less than ten (10) clear Business Days. All other special general meetings may be called by Notice of not less than fourteen (14) clear days and not less than ten (10) clear Business Days but if permitted by the rules of the Designated Stock Exchange, a general meeting may be called by shorter notice if it is so agreed:

- (a) in the case of a meeting called as an annual general meeting, by all the Members entitled to attend and vote thereat; and
- (b) in the case of any other meeting, by a majority in number of the Members having the right to attend and vote at the meeting, being a majority together holding not less than ninety-five per cent. (95%) in nominal value of the issued shares giving that right.”
- (ii) By adding the words “and particulars of resolutions to be considered at the meeting” after the words “the time and place of the meeting” in Bye-law 59(2).

**(k) Bye-law 66**

By deleting the existing Bye-law 66 in its entirety and substituting therefor the following:

“66. (1) Subject to any special rights or restrictions as to voting for the time being attached to any shares by or in accordance with these Bye-laws, at any general meeting on a poll every Member present in person (or being a corporation, is present by a duly authorised representative), or by proxy shall have one vote for every fully paid share of which he is the holder but so that no amount paid up or credited as paid up on a share in advance of calls or instalments is treated for the foregoing purposes as paid up on the share. A resolution put to the vote of a general meeting shall be decided by way of a poll save that the chairman of the meeting may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands in which case every Member present in person (or being a corporation, is present by a duly authorised representative) or by proxy(ies) shall have one vote provided that where more than one proxy is appointed by a Member which is a clearing house (or its nominee(s)), each such proxy shall have one vote on a show of hands. For the purposes of this Bye-law, procedural and administrative matters

are those that (i) are not on the agenda of the general meeting or in any supplementary circular that may be issued by the Company to its Members; and (ii) relate to the chairman's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing all Members a reasonable opportunity to express their views.

- (2) Where a show of hands is allowed, before or on the declaration of the result of the show of hands, a poll may be demanded:
- (a) by at least three Members present in person (or in the case of a Member being a corporation by its duly authorised representative) or by proxy for the time being entitled to vote at the meeting; or
  - (b) by a Member or Members present in person (or in the case of a Member being a corporation by its duly authorised representative) or by proxy and representing not less than one-tenth of the total voting rights of all Members having the right to vote at the meeting; or
  - (c) by a Member or Members present in person (or in the case of a Member being a corporation by its duly authorised representative) or by proxy and holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right.

A demand by a person as proxy for a Member or in the case of a Member being a corporation by its duly authorised representative shall be deemed to be the same as a demand by a Member.”

**(l) Bye-law 67**

By deleting the existing Bye-law 67 in its entirety and substituting therefor the following:

“67. Where a resolution is voted on by a show of hands, a declaration by the chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or not carried by a particular majority, or lost, and an entry to that effect made in the minute book of the Company, shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded for or against the resolution. The result of the poll shall be deemed to be the resolution of the meeting. The Company shall only be required to disclose the voting figures on a poll if such disclosure is required by the rules of the Designated Stock Exchange.”

**(m) Bye-law 68**

By deleting the existing Bye-law 68 in its entirety and substituting therefor the words “68. [INTENTIONALLY DELETED]”.

**(n) Bye-law 69**

By deleting the existing Bye-law 69 in its entirety and substituting therefor the words “69. [INTENTIONALLY DELETED]”.

**(o) Bye-law 70**

By deleting the existing Bye-law 70 in its entirety and substituting therefor the words “70. [INTENTIONALLY DELETED]”

**(p) Bye-law 73**

By deleting the words “, whether on a show of hands or on a poll” in Bye-law 73.

**(q) Bye-law 75**

By deleting the words “whether on a show of hands or on a poll,” after the words “persons incapable of managing their own affairs may vote,” in Bye-law 75(1); by deleting the words “on a poll by proxy,” after the words “curator bonis or other person may vote” in Bye-law 75(1); and by deleting the words “or poll” after the words “the time appointed for holding the meeting, or adjourned meeting” in Bye-law 75(1).

**(r) Bye-law 80**

By deleting the existing Bye-law 80 in its entirety and substituting therefor the following:

“80. The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to such place or one of such places (if any) as may be specified for that purpose in or by way of note to or in any document accompanying the notice convening the meeting (or, if no place is so specified at the Registration Office or the Office, as may be appropriate) not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote. No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution, except at an adjourned meeting in cases where the meeting was originally held within twelve (12) months from such date. Delivery of an instrument appointing a proxy shall not preclude a Member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.”

**(s) Bye-law 81**

By deleting the words “to demand or join in demanding a poll and” after the words “The instrument of proxy shall be deemed to confer authority” in Bye-law 81.

**(t) Bye-law 82**

By deleting the words “, or the taking of the poll,” after the words “the commencement of the meeting or adjourned meeting” in Bye-law 82.

**(u) Bye-law 84**

By adding the words “, where a show of hands is allowed,” after the words “class of shares specified in the relevant authorisation including” in Bye-law 84(2).

**(v) Bye-law 85**

By deleting the words “Bye-law 153(3)” in the existing Bye-law 85(2) and substituting therefor the words “Bye-law 155(3)”.

**(w) Bye-law 88**

By deleting the existing Bye-law 88 in its entirety and substituting therefor the following:

“88. No person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless a Notice signed by a Member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election and also a Notice signed by the person to be proposed of his willingness to be elected shall have been lodged at the head office within the seven (7)-day period commencing the day after the dispatch of the notice of the general meeting appointed for such election (or such other period, being a period of not less than seven (7) days, commencing no earlier than the day after the dispatch of the notice of such general meeting and ending no later than seven (7) days prior to the date appointed for such general meeting, as may be determined by the Directors from time to time).”

**(x) Bye-law 103**

(i) By inserting the word “or” after the semi-colon at the end of Bye-law 103(1)(iv).

(ii) By deleting the existing Bye-law 103(1)(v) in its entirety and renumbering the existing Bye-law 103(1)(vi) as Bye-law 103(1)(v).

(iii) By deleting the existing Bye-law 103(2) in its entirety.

(iv) By deleting the existing Bye-law 103(3) in its entirety.

(v) By renumbering the existing Bye-law 103(4) as Bye-law 103(2).

**(y) Bye-law 115**

By deleting the existing Bye-law 115 in its entirety and substituting therefor the following:

“115.A meeting of the Board may be convened by the Secretary on request of a Director or by any Director. The Secretary shall convene a meeting of the Board of which notice may be given to a Director if it is given to such Director in writing or verbally (including in person or by telephone) or via electronic mail or in such other manner as the Board may from time to time determine whenever he shall be required so to do by the president or chairman, as the case may be, or any Director.”

**(z) Bye-law 122**

By adding a new sentence “Notwithstanding the foregoing, a resolution in writing shall not be passed in lieu of a meeting of the Board for the purposes of considering any matter or business in which a substantial shareholder of the Company or a Director has a conflict of interest and the Board has determined that such conflict of interest to be material.” at the end of Bye-law 122.

**(aa) Bye-law 127**

By renumbering the second paragraph and the third paragraph in Bye-law 127(3) as new Bye-law 127(4) and Bye-law 127(5) respectively.

**(bb) Bye-law 137**

By deleting the words “the aggregate of its liabilities and its issued share capital and share premium accounts.” in Bye-law 137 after the words “thereby become less than” and substituting therefor the words “its liabilities.”

**(cc) Bye-law 155**

By adding a new sentence “The Company must not remove its auditor before the end of the Auditor’s term of office without first obtaining the Members’ approval at a general meeting, and the Auditor shall be allowed to attend such general meeting and make written and/or verbal representations to the Members at such general meeting.” at the end of Bye-law 155(3).

**(dd) Bye-law 161**

By deleting the coma after the words “to the extent permitted by the applicable laws” and substituting therefor the words “and in compliance with the rules of the Designated Stock Exchange, any Notice or document may be served” in Bye-law 161; and by adding the words “other than by posting it on a website” after the words “given to the Member by any of the means set out above” in Bye-law 161.

10. “**THAT** conditional on the passing of special resolution no. 9 above, the new bye-laws of the Company which consolidates all of the proposed amendments referred to in resolution no. 9 and all previous amendments made thereto pursuant to resolutions passed by the shareholders of the Company at general meetings, a copy of which has been tabled at the meeting marked “**B**” and initialled by the chairman of the AGM for identification purpose, be and are hereby adopted as the new bye-laws of the Company in substitution for and to the exclusion of the existing bye-laws of the Company with immediate effect.”

Yours faithfully,  
For and on behalf of the Board of  
**Global Energy Resources International Group Limited**  
**Li Shan Jie**  
*Chairman*

Hong Kong, 30 March 2012

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

*Head office and principal place of  
business in Hong Kong:*  
Unit 2803, 28th Floor  
Bank of America Tower  
12 Harcourt Road, Central  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the AGM convened by the above notice is entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares of the Company may appoint one or more proxies to attend and, vote on his behalf. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares of the Company in respect of which each such proxy is so appointed.
2. A form of proxy for use of the AGM is enclosed. Whether or not you intend to attend the AGM in person, you are encouraged to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the AGM or any adjournment thereof, should he so wish and in such event, the proxy shall be deemed to be revoked.
3. 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 certified copy of such power or authority must be deposited with the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not later than 48 hours before the time of the above meeting or any adjournment thereof.
4. In the case of joint holders of shares of the Company, any one of such holders may vote at the AGM, either personally or by proxy, in respect of such shares of the Company as if he were solely entitled thereto, but if more than one such joint holders are present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares of the Company shall alone be entitled to vote in respect thereof.
5. In relation to proposed Resolutions no. 5 and 7 above, the Directors have no immediate plans to issue any new shares of the Company.

6. In relation to proposed Resolution no. 6 above, the Directors wish to state that they will exercise the powers conferred thereby to repurchase shares in circumstances which they deem appropriate for the benefit of the shareholders of the Company. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the GEM Listing Rules is set out in Appendix I to the circular accompanying this notice of the AGM.

*As at the date of this notice, the Board comprises six Directors. The executive Directors are Mr. Li Shan Jie, Mr. Zhang Shi Min and Mr. Qie Bing Bing; and the independent non-executive Directors are Mr. Leung Wah, Mr. Fung Hoi Wing, Henry and Mr. Cheung Chung Leung, Richard.*

*This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM”) 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 the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.*

*This notice will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the ‘Latest Company Notices’ page for at least 7 days from the date of its posting and on the Company website at [www.8192.todayir.com](http://www.8192.todayir.com).*