

## Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Company will be held at 10:00 a.m. on Saturday, 26 May 2001 at the Monaco Room, Basement 1, Regal Hong Kong Hotel, 88 Yee Woo Street, Causeway Bay, Hong Kong for the following purposes:

1. To receive and consider the audited financial statements and reports of the Directors and Auditors for the year ended 31st December 2000;
2. To re-elect Directors and to authorise the Board of Directors to fix their remuneration;
3. To appoint Auditors and to authorise the Board of Directors to fix their remuneration;

To consider and, if thought fit, pass the following resolutions nos. 4 and 5 as Ordinary Resolutions:

4. **"THAT** the authorised share capital of the Company be and is hereby increased from HK\$800,000,000 divided into 32,000,000,000 shares of HK\$0.025 each to HK\$1,600,000,000 divided into 64,000,000,000 shares of HK\$0.025 each by the creation of an additional 32,000,000,000 shares of HK\$0.025 each in the capital of the Company, such shares to rank pari passu in all respects with the existing issued shares in the capital of the Company."
5. **"THAT** a general mandate be and is hereby unconditionally given to the directors of the Company to issue, allot and dispose of and to make or grant offers, agreements or options which might require the allotment, issue or disposal of shares not exceeding 20 per cent of the issued share capital of the Company as at date of the passing of this Resolution during the relevant period.

For the purpose of this Resolution, "Relevant Period" means the period from the passing of this resolution until whichever is the earlier of:

- (a) the conclusion of the next annual general meeting of the Company;
  - (b) the revocation or variation of the authority given under this Resolution by ordinary resolution of the shareholders in general meeting; or
  - (c) the expiration of the period within which the next annual general meeting of the Company is required by law or the Company's Bye-laws to be held"; and
6. To transact any other ordinary business of the Company.

By order of the Board  
**Edwin Yip**  
Company Secretary

Hong Kong SAR, 25 April 2001.

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### Notes:

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his proxy to attend and vote in his stead. A member may appoint a proxy in respect of only part of his holding of shares in the Company. A proxy need not be a member of the Company.
2. In order 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 of attorney or authority, must be deposited at the Company's registrars, Tengis Limited, at 4/F, Hutchison House, 10 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or adjourned meeting (as the case may be).
3. Concerning the matters set out in Resolution 5, a general mandate is being sought from members to authorise the allotment and issue of shares under the Listing Rules of the Stock Exchange of Hong Kong Limited in order to provide flexibility to the Directors should it become desirable for the Company to exercise such powers.

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