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ASIA TELE-NET AND TECHNOLOGY CORPORATION LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 679)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at 2/F, 11 Dai Hei Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong on 4 August 2011 at 10:00 a.m. for the following purposes:

As ordinary businesses:

1. To receive and consider the Audited Financial Statements together with the Reports of Directors and Auditors for the year ended 31 December 2010;
2. (a) To re-elect retiring Director, Mr. Kwan Wang Wai Alan, of the Company;
(b) To authorize the Board of Directors to fix the remuneration of Directors;
3. To re-appoint Deloitte Touche Tohmatsu as Auditors and to authorize the Directors to fix their remuneration.

As special business:

To consider and, if thought fit, pass with or without modification, resolutions no. 4, 5 and 6 as ordinary resolutions of the Company:

4. **“THAT:**
 - (a) subject to paragraph 4(c) and pursuant to the Listing Rules, the exercise by the Directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, arrangements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;
 - (b) the approval in paragraph 4(a) above shall authorize the Directors of the Company during the Relevant Period to make and grant offers, agreements and option which might require the exercise of such power after the expiry of the Relevant Period;

(c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted by the Directors of the Company pursuant to the approval in paragraph 4(a) above, otherwise than pursuant to a Rights Issue (as hereinafter defined) or any option scheme or similar arrangement for the time being adopted for the grant or issue to employees of the Company and/or any of its subsidiaries of shares or right to acquire in the Company shall not exceed 20% of the aggregate of the total nominal value of the share capital of the Company in issue at the date of this Resolution and the said approval shall be limited accordingly; and

(d) for the purpose of this Resolution:

“Relevant Period” means the period from the passing of this Resolution until whichever is the earlier of:

- i. the conclusion of the next annual general meeting of the Company; or
- ii. the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or the Companies Act or any applicable law to be held; or
- iii. the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

“Right Issue” means an offer of shares in the capital of the Company or an offer or issue of options or, warrants or other securities granting the right to subscribe for shares, open for a period fixed by the Directors of the Company to holders of shares on the register of members of the Company on a fixed record date in proportion to their then holdings of shares, subject to all cases to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the law of, or the requirements of any recognize regulatory body or any stock exchange in any territory outside Hong Kong.”

5. **“THAT:**

- (a) subject to paragraph 5(b) and all applicable laws and/or the requirement of the Listing Rules or of any other stock exchange as amended from time to time, the exercise by the Directors of the Company during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase the shares of the Stock Exchange or on any other stock exchange on which the shares of the Company may be listed and recognized by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of shares in the Company pursuant to the approval granted in paragraph 5(a) during the Relevant Period shall not exceed 10% of the aggregate of nominal value of the shares capital of the Company in issue as at the date of the passing of this Resolution and the said approval be limited accordingly; and

(c) for the purpose of this Resolution;

“Relevant Period” means the period from the passing of this Resolution until whichever is the earlier of:

- i. the conclusion of the next annual general meeting of the Company; or
- ii. the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or the Companies Act or any applicable law to be held; or
- iii. the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in general meeting.

6. “**THAT** conditional upon Resolutions Nos. 4 and 5 above being passed, the aggregate nominal value of the number of shares in the capital of the Company which are repurchased by the Company under the authority granted to the Directors as mentioned in Resolution No. 5 above shall be added to the aggregate nominal amount of share capital that may be allotted or agreed conditionally or unconditionally to be allotted by the Directors of the Company pursuant to Resolution No. 4 above.”

By Order of the Board

Lam Kwok Hing

Chairman and Managing Director

Hong Kong, 2 July 2011

Head office and principal place of business:

11 Dai Hei Street
Tai Po Industrial Estate
Tai Po, New Territories
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. Where there are joint holders of any Share, any one of such holders may vote at the AGM, either in person or by proxy, in respect of such Share as if he were solely entitled to vote, but if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person, or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
3. A form of proxy for use at the AGM is enclosed. To be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy of that power of attorney or authority, must be deposited at the Company's principal office at 11 Dai Hei Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong not less than forty-eight (48) hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of the form of proxy shall not preclude a member from attending and voting in person at the AGM or any adjourned meeting if he so desires. If a member attends the AGM after having deposited the form of proxy, his form of proxy will be deemed to have been revoked.

As at the date of this announcement, the executive directors of the Company are Messrs. Lam Kwok Hing and Nam Kwok Lun, and the independent non-executive directors are Messrs. Cheung Kin Wai, Kwan Wang Wai, Alan and Ng Chi Kin, David.