

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*

## **Tenfu (Cayman) Holdings Company Limited** **天福(開曼)控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 6868)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**EGM**”) of Tenfu (Cayman) Holdings Company Limited (the “**Company**”) will be held at Chater Room, Level 2, Mandarin Oriental Hotel, 5 Connaught Road, Central, Hong Kong on Friday, 27 April 2012 at 2:45 p.m., or if later, immediately after the conclusion of the AGM, to consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

1. “**THAT:**

- (a) the supplemental agreement entered into between Tenfu (Cayman) Holdings Company Limited and Tenfu Group (Samoa) Holdings Company Limited dated 22 March 2012 (the “**Supplemental Agreement**”) (a copy of which is tabled at the EGM marked “A” and signed by the chairman of the meeting for identification purpose) and the transactions contemplated thereunder (including the Revised Annual Caps) (as defined in the circular of the Company dated 12 April 2012, a copy of which is tabled at the EGM marked “B” and signed by the chairman of the meeting for identification purpose) (the “**Circular**”) as set out in the Circular be and are hereby approved and confirmed; and
- (b) any director of the Company be and is hereby authorized to take any step and execute such other documents as they consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with the Supplemental Agreement and the transactions contemplated thereunder (including the Revised Annual Caps) contemplated thereby.”

By order of the Board

**Tenfu (Cayman) Holdings Company Limited**

**Lee Chia Ling**

*Director*

Hong Kong, 12 April 2012

*Notes:*

- 1. The resolution at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.

2. Any member of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company.
3. In order 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 that power of attorney or authority, must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude the shareholder from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. As at the date of this notice, the executive Directors are Mr. Lee Rie-Ho, Mr. Lee Shih-Wei, Mr. Lee Chia Ling, Mr. Lee Kuo-Lin and Mr. Lee Min-Zun; the non-executive Director is Mr. Tseng Ming-Sung and the independent non-executive Directors are Mr. Lo Wah Wai, Mr. Lee Kwan Hung and Mr. Fan Ren Da, Anthony.