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CIL Holdings Limited

華建控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 00479)

NOTICE OF CCT SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting of the shareholders of CIL Holdings Limited (the “Company”) will be held at Hong Kong Gold Coast Hotel, 1 Castle Peak Road, Gold Coast, Hong Kong on 10 May 2012 at 9:00 a.m. for the purpose of considering and, if thought fit, pass with or without amendments the following resolutions:

ORDINARY RESOLUTIONS

1. **“THAT** the Supplemental Master Agreement as defined in the circular (“Circular”) of the Company dated 10 April 2012 of which this notice forms part and the transactions contemplated thereunder (including the Purchase Caps (as defined in the Circular)) be approved.”
2. **“THAT** Ms. Lo Yuen Chung be re-elected as executive director of the Company, Mr. Li Chung Kai Philip be re-elected as non-executive director of the Company and Mr. Lin Qifu be re-elected as independent non-executive director of the Company.”

By order of the Board
CIL Holdings Limited
Ke Jun Xiang
Chairman

Hong Kong, 25 April 2012

* *For identification purposes only*

Notes:

- (1) A shareholder entitled to attend and vote at the meeting may appoint one or more than one proxy to attend and to vote instead of him. A proxy need not be a shareholder of the Company.
- (2) In the case of joint holders of any share, any one of such persons may vote at the said meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders is present at the said meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- (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 or authority, must be deposited at the share registrar and transfer office of the Company in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting thereof. Completion and return of a form of proxy will not preclude shareholders from attending and voting in person should they so desire.
- (4) A form of proxy for use at the meeting is enclosed herewith.
- (5) The votes at the abovementioned meeting will be taken by a poll.

As at the date of this announcement, the executive Directors are Mr. Ke Jun Xiang (Chairman), Ms. Lo Yuen Lai (Deputy Chairman and Acting Chief Executive Officer), Mr. Simon Ng and Ms. Lo Yuen Chung, the non-executive Directors are Mr. Chow Yeung Tuen, Richard and Mr. Li Chung Kai Philip and the independent non-executive Directors are Mr. Kwok Yam Sheung, Mr. Chan Siu Kay and Mr. Lin Qifu.