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CARNIVAL GROUP  
INTERNATIONAL

## **Carnival Group International Holdings Limited**

**嘉年華國際控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00996)**

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** a Special General Meeting (“Meeting”) of Carnival Group International Holdings Limited (the “Company”) will be held at Suite 1801, 18th Floor, The Chinese Bank Building, 61-65 Des Voeux Road Central, Hong Kong on Monday, 10 July 2017 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution of the Company:

#### **ORDINARY RESOLUTION**

“**THAT** the authorised share capital of the Company be increased from HK\$5,000,000,000 divided into 25,000,000,000 shares of HK\$0.2 each (“Shares”) to HK\$10,000,000,000 divided into 50,000,000,000 Shares by the creation of an additional 25,000,000,000 unissued Shares and any one of the directors of the Company be and is hereby authorised to do all such acts and things and execute all such documents which he/she considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the increase in authorised share capital of the Company.”

By order of the Board of  
**Carnival Group International Holdings Limited**  
**King Pak Fu**  
*Chairman*

Hong Kong, 23 June 2017

*Notes:*

1. Any member of the Company entitled to attend and vote at the Meeting convened by this notice shall be entitled to appoint proxy to attend and vote instead of him in accordance with the Bye-laws of the Company. A proxy need not be a member of the Company, but must be present in person to represent the member.
2. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s), seniority being determined by the order in which names stand in the register of members.
3. 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 certified copy thereof, must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Standard Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for holding of the Meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof should they so wish.
4. As at the date of this notice, the Board comprises Mr. King Pak Fu (Chairman and Chief Executive Officer), Mr. Gong Xiao Cheng, Mr. Wang Yikun and Mr. Tsai Tson (also known as Steve Tsai) as executive Directors, and Mr. Chan Wai Cheung Admiral, Mr. Lie Chi Wing and Ms. Hu Gin Ing as independent non-executive Directors.