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If you are in doubt about this circular, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in CHUNG TAI PRINTING HOLDINGS LIMITED ("the Company"), you should at once hand this circular together with the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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# CHUNG TAI PRINTING HOLDINGS LIMITED 中大印刷集團有限公司\*

(To be renamed as Neway Group Holdings Limited 中星集團控股有限公司\*) (Incorporated in Bermuda with limited liability) (Stock Code: 00055)

Executive Directors: Mr. Suek Ka Lun, Ernie (Chief Executive Officer) Ms. Ng Wai Chi Mr. Suek Chai Hong Mr. Lau Chin Hung

Non-Executive Directors: Dr. Suek Chai Kit, Christopher (Chairman) Mr. Suek Che Hin Dr. Ng Wai Kwan Mr. Chan Kwing Choi, Warren

Independent Non-Executive Directors: Mr. Wong Sun Fat Mr. Tse Tin Tai Mr. Au Yan, Alfred

Alternate Directors: Dr. Ng Wai Yung, Angela (alternate to Mr. Suek Che Hin) Mr. Lau Kam Cheong (alternate to Dr. Ng Wai Kwan)

Church Street Hamilton, HM11 Bermuda Principal Place of Business

Registered Office:

Clarendon House

*in Hong Kong:* Chung Tai Printing Group Building 11 Yip Cheong Street On Lok Tsuen, Fanling New Territories Hong Kong

July 30, 2009

To the shareholders

Dear Sir/Madam,

## PROPOSALS FOR GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES, RE-ELECTION OF RETIRING DIRECTORS AND ELECTION OF NEW DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

\* For identification purpose only

#### INTRODUCTION

The purpose of this circular is to provide you with information regarding the resolutions to be proposed at the 2009 annual general meeting of the Company to be held on Monday, August 31, 2009 (the "2009 AGM"). These include (i) ordinary resolutions relating to the granting to the directors of the Company (the "Directors") the general mandates for the repurchase of the Company's shares of HK\$0.005 each (the "Shares") and the issue of its Shares; (ii) ordinary resolutions relating to the re-election of the retiring Directors; and (iii) ordinary resolutions relating to the election of new Directors.

#### **GENERAL MANDATE TO REPURCHASE SHARES**

On August 22, 2008, a general mandate was granted to the Directors to exercise the powers of the Company to repurchase Shares. Such mandate will lapse at the conclusion of the 2009 AGM. At the 2009 AGM, an ordinary resolution will be proposed that the Directors be granted a general and unconditional mandate to exercise all powers of the Company to repurchase on the Stock Exchange or on any other stock exchange on which the shares of the Company may be listed, Shares up to a maximum of 10 per cent of the issued share capital of the Company as at the date of passing of the relevant resolution (the "Repurchase Mandate").

An explanatory statement required by the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") to be sent to the shareholders of the Company (the "Shareholders") in connection with the proposed general mandate to repurchase Shares is set out in Appendix I to this circular. The explanatory statement contains all information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the relevant resolution at the 2009 AGM.

#### **GENERAL MANDATE TO ISSUE SHARES**

On August 22, 2008, a general mandate was granted to the Directors to exercise the powers of the Company to issue, allot and deal with unissued Shares. Such mandate will lapse at the conclusion of the 2009 AGM. An ordinary resolution will also be proposed that the Directors be granted a general and unconditional mandate to issue, allot and deal with Shares up to a maximum of 20 per cent of the issued share capital of the Company as at the date of passing of the relevant resolution (the "Issue Mandate") which is equivalent to 2,038,709,120 Shares as at July 24, 2009, the latest practicable date prior to the printing of this circular (the "Latest Practicable Date").

In addition, an ordinary resolution will further be proposed at the 2009 AGM adding any Shares repurchased under the Repurchase Mandate to the Issue Mandate. The Repurchase Mandate and the Issue Mandate would continue in force until the conclusion of the next annual general meeting of the Company unless they are renewed at such meeting or until revoked or varied by ordinary resolutions of the Shareholders in a general meeting held prior to the next annual general meeting of the Company.

# **RE-ELECTION OF RETIRING DIRECTORS AND ELECTION OF NEW DIRECTORS**

In relation to item no. 2 as set out in the notice of the 2009 AGM, Messrs. Ng Wai Chi, Suek Chai Hong, Suek Chai Kit, Christopher and Ng Wai Kwan will retire as Directors at the 2009 AGM pursuant to Bye-law 87.(1) of the Bye-laws of the Company. Messrs. Suek Chai Hong and Ng Wai Kwan, being eligible, will offer themselves for re-election at the 2009 AGM pursuant to Bye-law 87.(2). As Ms. Ng Wai Chi will focus her role on the companies within the group of the Company and Dr. Suek Chai Kit, Christopher wishes to devote more time to his own business, they will not seek for re-election thereat.

Apart from the above Directors who will retire at the 2009 AGM pursuant to Bye-law 87.(1), Mr. Au Yan, Alfred has notified the Company that he would like to devote more time to his own business as a practising certified public accountant and will retire as Director at the 2009 AGM voluntarily. Mr. Suek Che Hin has also notified the Company that, owing to his age, he will retire as Director at the 2009 AGM voluntarily.

All of Messrs. Ng Wai Chi, Suek Chai Kit, Christopher, Au Yan, Alfred and Suek Che Hin have confirmed that there is no disagreement with the board of Directors of the Company (the "Board") and there is no matter in relation to their retirement that needs to be brought to the attention of the Shareholders.

Consequent on the retirement of Mr. Suek Che Hin at the 2009 AGM, Dr. Ng Wai Yung, Angela will ipso facto cease to be his alternate director at the 2009 AGM pursuant to Bye-law 95.

Further, subsequent to the retirement of Mr. Au Yan, Alfred as an independent non-executive director of the Company at the 2009 AGM, the Board recommended the election of Messrs. Cheng Chi Wai and Lui Lai Ping, Cecily as independent non-executive directors of the Company, which are subject to the approval of the Shareholders at the 2009 AGM.

Biographical details of the retiring Directors seeking for re-election and the new Directors proposed for election as Directors at the 2009 AGM, namely Messrs. Suek Chai Hong, Ng Wai Kwan, Cheng Chi Wai and Lui Lai Ping, Cecily, which are required to be disclosed pursuant to the Listing Rules, are set out in Appendix II to this circular.

#### NOTICE OF ANNUAL GENERAL MEETING

Notice of the 2009 AGM is set out in Appendix III to this circular. A proxy form for appointing proxy is despatched with this circular and published on the designated website of the Stock Exchange (www.hkexnews.hk) and on the Company's website (www.chungtai.com.hk). Whether or not you intend to attend the 2009 AGM, you are requested to complete the proxy form and return it to the Company's branch registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the 2009 AGM or the adjourned meeting. Completion and return of a proxy form will not preclude you from attending and voting at the meeting and at any adjournment thereof if you so wish.

#### VOTING AT THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39(4) of the Listing Rules, all votes of the Shareholders at general meetings must be taken by poll. Accordingly, the Chairman of the AGM will demand a poll on each and every resolution put to the vote of the AGM pursuant to Bye-law 66.

#### RECOMMENDATION

The Directors consider that the proposed granting of the Repurchase Mandate and Issue Mandate to the Directors, the re-election of the retiring Directors and the election of new Directors are in the best interests of the Company and the Shareholders. The Directors therefore recommend the Shareholders to vote in favour of the relevant resolutions as set out in the notice of the 2009 AGM.

Yours faithfully, For and on behalf of the Board Chung Tai Printing Holdings Limited Dr. Suek Chai Kit, Christopher Chairman

## **APPENDIX I**

This Appendix serves as an explanatory statement, as required by the Listing Rules, to provide certain information to you for your consideration of the Repurchase Mandate.

#### 1. SHARE CAPITAL

As at the Latest Practicable Date, there was a total of 10,193,545,600 Shares in issue.

Subject to the passing of the resolution granting the Repurchase Mandate and on the basis that no further Shares are issued or repurchased by the Company before the holding of the 2009 AGM, the Company will be allowed to repurchase a maximum of 1,019,354,560 Shares representing 10 per cent of the issued share capital of the Company as at the date of passing of the relevant resolution for granting the Repurchase Mandate.

#### 2. REASON FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and the Shareholders to seek a general authority from the Shareholders to enable the Company to repurchase its Shares on the Stock Exchange. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value and/or earnings per share of the Company and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

#### 3. FUNDING OF REPURCHASES

Repurchases made pursuant to the Repurchase Mandate would be funded out of retained profits which are legally available for the purpose in accordance with the Company's Memorandum and Bye-laws and the applicable laws of Bermuda.

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the latest published audited accounts contained in the Annual Report for the year ended March 31, 2009) in the event that the Repurchase Mandate were to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital requirements of the Company or the gearing levels of the Company.

## **APPENDIX I**

#### 4. SHARE PRICES

The following table shows the highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the 12 months preceding the Latest Practicable Date:

Month	Share Prices Per Share	
	Highest	Lowest
	HK\$	HK\$
2008		
July	0.192	0.138
August	0.150	0.115
September	0.128	0.078
October	0.097	0.034
November	0.052	0.030
December	0.060	0.035
2009		
January	0.115	0.048
February	0.098	0.058
March	0.083	0.068
April	0.145	0.067
May	0.285	0.106
June	0.385	0.241
July (up to and including the		
Latest Practicable Date)	0.280	0.220

#### 5. GENERAL

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their associates, has any present intention to sell any Shares to the Company, if the Repurchase Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will only exercise the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Bermuda, and in accordance with the regulations set out in the Company's Memorandum and Bye-laws.

The Company has not been notified by any connected person (as defined in the Listing Rules) that such a person has a present intention to sell, or has undertaken not to sell, any Shares to the Company, if the Repurchase Mandate is approved by the Shareholders.

## **APPENDIX I**

If, as a result of a repurchase of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of The Codes on Takeovers and Mergers and Share Repurchases issued by the Hong Kong Securities and Futures Commission (the "Takeovers Code"). Accordingly, a Shareholder, or a group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of knowledge and belief of the Company, Trustcorp Limited as trustee of two discretionary trusts are interested in 4,095,600,000 Shares representing approximately 40.18 per cent of the issued share capital of the Company. In the event that the Directors should exercise in full the power to repurchase Shares, which is proposed to be granted to the Directors pursuant to the Repurchase Mandate, the interests of Trustcorp Limited would be increased to 44.64 per cent of the issued share capital of the Company which would trigger their obligation to make a mandatory offer under Rule 26 of the Takeovers Code but would not reduce the amount of Shares held by the public to less than 25 per cent. The Directors have no intention to repurchase Shares to such an extent that would give rise to an obligation to make a mandatory offer under Rule 26.

No Shares had been repurchased by the Company, whether on the Stock Exchange or otherwise, in the last six months preceding the Latest Practicable Date.

The following are the biographical details of the Directors proposed for re-election and election at the 2009 AGM:

## **Proposed for re-election:**

Mr. Suek Chai Hong, aged 47, obtained a bachelor degree of business (1)administration in finance from York University, Canada and was appointed as the executive director of the Company in 1992. He has more than 20 years of experience in marketing and is responsible for overseeing offset business of the Company. Mr. Suek is the brother of Dr. Suek Chai Kit, Christopher, the Chairman and non-executive director of the Company, uncle of Mr. Suek Ka Lun, Ernie, the Chief Executive Officer and executive director of the Company, brother-in-law of Dr. Ng Wai Yung, Angela, senior executive of the Company and alternate director to Mr. Suek Che Hin; all of whom are also controlling shareholders of the Company, and the son of Mr. Suek Che Hin, non-executive director of the Company. Mr. Suek is also a director of Chung Tai Printing (China) Limited, The Greatime Offset Printing Company, Limited, Delight Source Limited, Chung Tai Investment & Development Limited, Citicorp Development Limited, General Star Industrial Limited, 中大印刷(清遠)有限公司, 雅大印刷(清遠)有限公司 and The Greatime Printing (Shenzhen) Co. Ltd., subsidiaries of the Company. Save as disclosed above, Mr. Suek does not have any relationships with other directors, senior management or substantial or controlling shareholders of the Company. He did not hold any directorships in any other public companies the securities of which are listed in Hong Kong or overseas in the last three years.

As at the Latest Practicable Date, Mr. Suek did not have any interests in the shares of the Company within the meaning of Part XV of the Securities & Futures Ordinance.

No service contract was signed with Mr. Suek in relation to his appointment as executive director of the Company. He is, however, pursuant to the provisions of the Bye-laws of the Company, subject to retirement by rotation and eligible for re-election at annual general meetings of the Company. Mr. Suek did not receive any emoluments for the year ended March 31, 2009.

Mr. Such has confirmed that there is no information which is discloseable nor is/was he involved in any matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matters concerning him that need to be brought to the attention of the Shareholders.

(2) Dr. Ng Wai Kwan, aged 59, holds an engineering doctorate degree from the University of Warwick in U.K. and was appointed as the Company's non-executive director on March 15, 2007. Dr. Ng has over 20 years' experience in procurement, logistic planning and leadership development and is currently a management consultant. Dr. Ng is the elder brother of Ms. Ng Wai Yung, Angela, senior executive of the Company and alternate director to Mr. Suek Che Hin, the brother-in-law of Dr. Suek Chai Kit, Christopher, the Chairman and non-executive director of the Company, uncle of Mr. Suek Ka Lun, Ernie, the Chief Executive Officer and executive director of the Company; all of whom are also controlling shareholders of the Company. He does not hold any other position in the Group. Save as disclosed above, Dr. Ng does not have any relationships with other directors, senior management or substantial or controlling shareholders of the Company. He did not hold any directorships in any other public companies the securities of which are listed in Hong Kong or overseas in the last three years.

As at the Latest Practicable Date, Dr. Ng beneficially owned 800,000 ordinary shares in the capital of the Company within the meaning of Part XV of the Securities & Futures Ordinance.

No service contract was signed with Dr. Ng in relation to his appointment as non-executive director of the Company. He is, however, pursuant to the provisions of the Bye-laws of the Company, subject to retirement by rotation and eligible for re-election at annual general meetings of the Company. Dr. Ng, as a non-executive director, is entitled to receive director's fee as determined by the Board with reference to his experience, performance and duties as well as the prevailing market conditions. His total director's fee for the year ended March 31, 2009 was HK\$12,500.

Dr. Ng has confirmed that there is no information which is discloseable nor is/was he involved in any matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matters concerning him that need to be brought to the attention of the Shareholders.

### New Directors proposed for election:

(3) **Mr. Cheng Chi Wai**, aged 44, holds an EMBA degree and a bachelor's degree in accounting and is a fellow member of the Association of Chartered Certified Accountants, the Hong Kong Institute of Certified Public Accountants, the Institute of Chartered Secretaries and Administrators and the Hong Kong Institute of Chartered Secretaries. Mr Cheng has more than 20 years' experience in auditing, financial control and corporate finance. Mr. Cheng is currently the chief financial officer of Miramar Hotel and Investment Company, Limited, a public company the securities of which are listed on the Stock Exchange, and he previously worked in an international accounting firm and held key finance positions in several companies whose shares are listed on the Stock Exchange. He does not hold any position in the Group and does not have any relationships with other directors, senior management or substantial or controlling shareholders of the Company. He did not hold any directorships in any other public companies the securities of which are listed in Hong Kong or overseas in the last three years.

As at the Latest Practicable Date, Mr. Cheng did not have any interests in the shares of the Company within the meaning of Part XV of the Securities & Futures Ordinance.

No service contract will be signed with Mr. Cheng upon his election as Director at the 2009 AGM. He will be, however, pursuant to the provisions of the Bye-laws of the Company, subject to retirement by rotation and eligible for re-election at annual general meetings of the Company. Mr. Cheng will be entitled to receive a director's fee of HK\$50,000 per annum which is determined by the Board with reference to his experience, performance and duties as well as the market practice.

Mr. Cheng confirmed that there is no information which is discloseable nor is/was he involved in any matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matters concerning him that need to be brought to the attention of the Shareholders.

(4) Ms. Lui Lai Ping, Cecily, aged 44, holds a master degree of science in accountancy and a master degree in business administration. She is also an affiliate member of the Association of International Accountant. Ms. Lui has more than 15 years' experience in financial management, financial accounting, human resources management and company secretarial field. She is at present manager of Pioneer Industrial Components (Hong Kong) Limited, overseeing the company's financial and human resources management and company secretarial affairs. She does not hold any position in the Group and does not have any relationships with other directors, senior management or substantial or controlling shareholders of the Company. She did not hold any directorships in any other public companies the securities of which are listed in Hong Kong or overseas in the last three years.

As at the Latest Practicable Date, Ms. Lui did not have any interests in the shares of the Company within the meaning of Part XV of the Securities & Futures Ordinance.

No service contract will be signed with Ms. Lui upon her election as Director at the 2009 AGM. She will be, however, pursuant to the provisions of the Bye-laws of the Company, subject to retirement by rotation and eligible for re-election at annual general meetings of the Company. Ms. Lui will be entitled to receive a director's fee of HK\$50,000 per annum which is determined by the Board with reference to her experience, performance and duties as well as the market practice.

Ms. Lui confirmed that there is no information which is discloseable nor is/was she involved in any matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matters concerning her that need to be brought to the attention of the Shareholders.

APPENDIX III



中大印刷集團有限公司\*

(To be renamed as Neway Group Holdings Limited 中星集團控股有限公司\*) (Incorporated in Bermuda with limited liability)

(Stock Code: 00055)

**NOTICE IS HEREBY GIVEN** that the 2009 annual general meeting of Chung Tai Printing Holdings Limited (the "Company") will be held at Camomile Room, Lower Level II, Kowloon Shangri-La, Tsim Sha Tsui East, Kowloon, Hong Kong on Monday, August 31, 2009 at 2:00 p.m. for the following purposes:

- 1. To adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and of the independent auditor for the year ended March 31, 2009.
- 2. A. To re-elect Mr. Suek Chai Hong as director;
  - B. To re-elect Dr. Ng Wai Kwan as director;
  - C. To elect Mr. Cheng Chi Wai as director;
  - D. To elect Ms. Lui Lai Ping, Cecily as director.
- 3. To authorise the board of directors to fix the remuneration of the directors.
- 4. To re-appoint auditors and to authorise the board of directors to fix their remuneration.

As special business, to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions:

- 5. A. "**THAT**:
  - (a) subject to paragraph (b) of this resolution, the exercise by the directors of the Company (the "Directors") during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares in the capital of the Company on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") in accordance with all applicable laws and the regulations of the Stock Exchange be and is hereby generally and unconditionally approved;

<sup>\*</sup> For identification purpose only

## APPENDIX III NOTICE OF 2009 ANNUAL GENERAL MEETING

- (b) the aggregate number of shares of the Company to be repurchased or agreed conditionally or unconditionally to be repurchased by the Directors pursuant to the approval in paragraph (a) of this resolution during the Relevant Period shall not exceed 10 per cent of the issued share capital of the Company as at the date of passing of this resolution, and the approval shall 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 earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable laws or the Bye-laws of the Company to be held; and
- (iii) the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the shareholders in general meeting."
- B. **"THAT**:
  - (a) subject to paragraph (c) of this resolution, the exercise by the directors of the Company (the "Directors") during the Relevant Period (as hereinafter defined) of all the powers of the Company to issue, allot and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which would or might require the exercise of such powers be and is hereby generally and unconditionally approved;
  - (b) the approval in paragraph (a) of this resolution shall authorise the Directors of the Company to make or grant offers, agreements and options during the Relevant Period which would or might require the exercise of such powers after the end of the Relevant Period;
  - (c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to the approval in paragraph (a) of this Resolution, otherwise than pursuant to:
    - (i) a Rights Issue;
    - (ii) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company pursuant to the Bye-laws of the Company;

## APPENDIX III NOTICE OF 2009 ANNUAL GENERAL MEETING

- (iii) any option scheme or similar arrangement for the time being adopted for the grant or issue of shares or rights to acquire shares of the Company; or
- (iv) a specific authority granted or to be granted by the shareholders in a general meeting,

shall not exceed 20 per cent of the issued share capital of the Company as at the date of passing of this resolution, and the 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 earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable laws or the Bye-laws of the Company to be held; and
- (iii) the date upon which the authority set out in this resolution is revoked or varied by way of ordinary resolution of the shareholders in general meeting."
- C. "THAT conditional upon the passing of ordinary resolutions 5A and 5B as set out in the notice convening this meeting, the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company pursuant to ordinary resolution 5B set out in the notice convening this meeting be and is hereby extended by the addition thereto the aggregate number of shares of the Company repurchased by the Company under the authority granted pursuant to ordinary resolution 5A set out in the notice convening this meeting provided that such aggregate number of shares shall not exceed 10 per cent of the existing issued share capital of the Company as at the date of passing of this resolution."

On Behalf of the Board Chung Tai Printing Holdings Limited Dr. Suek Chai Kit, Christopher *Chairman* 

## APPENDIX III NOTICE OF 2009 ANNUAL GENERAL MEETING

#### Notes:

- 1. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
- 2. To be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a certified copy thereof must be deposited with the Company's branch registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for the holding of the meeting or adjournment thereof.
- 3. The register of members of the Company will be closed from Tuesday, August 25, 2009 to Monday, August 31, 2009, both days inclusive, during which period no transfers of shares will be effected. In order to qualify for attending the meeting, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not later than 4:30 p.m. on Monday, August 24, 2009.
- 4. The directors of the Company as at the date of this notice are Ms. Ng Wai Chi, Mr. Suek Chai Hong, Mr. Suek Ka Lun, Ernie (Chief Executive Officer) and Mr. Lau Chin Hung being the Executive Directors; Dr. Suek Chai Kit, Christopher (Chairman), Mr. Suek Che Hin, Dr. Ng Wai Kwan and Mr. Chan Kwing Choi, Warren being the Non-Executive Directors; Mr. Wong Sun Fat, Mr. Tse Tin Tai and Mr. Au Yan, Alfred being the Independent Non-Executive Directors; and Dr. Ng Wai Yung, Angela (Alternate Director to Mr. Suek Che Hin) and Mr. Lau Kam Cheong (Alternate Director to Dr. Ng Wai Kwan) being the Alternate Directors.