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## IMPORTANT

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**If you are in any doubt** as to any aspect of this circular or as to the action you should take, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold** all your shares in Gay Giano International Group Limited, you should at once hand this circular to the purchaser or to the bank or stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

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### **GAY GIANO INTERNATIONAL GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 686)**

#### **GENERAL MANADATES TO REPURCHASE SHARES AND ISSUE SHARES, RE-ELECTION OF RETIRING DIRECTORS, AND NOTICE OF ANNUAL GENERAL MEETING**

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Resolutions will be proposed at the annual general meeting of the Company to be held at A Function Room (Level 3), JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 28 September 2007 at 3:00 p.m. to approve the matters referred to in this circular. If you are unable to attend the annual general meeting in person, you are requested to complete and return the form of proxy enclosed with this circular in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting (as the case may be). Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting or any adjourned meeting should you so wish.

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the following meaning:*

“2007 Annual Report”	the Audited Consolidated Financial Statements and the Reports of the Directors and Auditors of the Company for the year ended 31 March 2007;
“AGM”	the annual general meeting of the Company to be held at A Function Room (Level 3), JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 28 September 2007 at 3:00 p.m. at which the 2007 Annual Report will be adopted;
“Bye-Laws”	the existing Bye-Laws of the Company;
“Company”	Gay Giano International Group Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the Stock Exchange;
“Director(s)”	director(s) of the Company;
“Group”	the Company and its subsidiaries;
“Issue Mandate”	the general mandate to allot, issue and deal with Shares not exceeding 20 per cent. of the issued share capital of the Company as at the date of passing of the resolution approving the Issue Mandate;
“Latest Practicable Date”	29 August 2007, being the latest practicable date prior to the printing of this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Repurchase Mandate”	the general mandate to exercise the power of the Company to repurchase Shares up to a maximum of 10 per cent. of the issued share capital of the Company as at the date of the resolution approving the Repurchase Mandate;
“SFO”	the Securities and Future Ordinance (Cap. 571 of the Laws of Hong Kong);

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## DEFINITIONS

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“Share(s)”	ordinary shares of HK\$0.10 each in the share capital of the Company;
“Shareholder(s)”	holders of Share(s);
“Stock Exchange”	The Stock Exchange of Hong Kong Limited; and
“Takeovers Code”	The Code on Takeovers and Mergers and Share Repurchases approved by the Securities and Futures Commission as amended from time to time.

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LETTER FROM THE BOARD

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**GAY GIANO INTERNATIONAL GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 686)**

*Executive Directors:*

Wong Pak Lam, Louis (*Chairman*)  
Wong Kwong Lung, Terence (*Chief Executive Officer*)  
Wong Kin Tung

*Registered Office:*

Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

*Independent non-executive Directors*

Chan Ka Ling, Edmond  
Ching Kwok Ho, Samuel  
Lo Wa Kei, Roy

*Principal Office:*

Suites 701-702, 7th Floor  
Grandtech Centre  
8 On Ping Street  
Siu Lek Yuen, Shatin  
New Territories  
Hong Kong

3 September 2007

*To the Shareholders*

Dear Sir or Madam,

**GENERAL MANADATES TO REPURCHASE SHARES  
AND ISSUE SHARES,  
RE-ELECTION OF RETIRING DIRECTORS,  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

**INTRODUCTION**

It is proposed that the AGM of the Company for the year ended 31 March 2007, ordinary resolutions will be proposed to grant to the Directors general mandates to repurchase and issue Shares, extend general mandate to issue Shares and to re-elect retiring Directors. This circular contains the explanatory statement in compliance with the Listing Rules and gives all the information reasonably necessary to enable Shareholders to make an informed decision on whether to vote for or against these resolutions.

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## LETTER FROM THE BOARD

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

At the AGM, an ordinary resolution will be proposed to grant the Repurchase Mandate to the Directors to enable them to repurchase issued and fully paid Shares subject to the criteria set out in the circular. Shareholders should note that the maximum number of Shares that may be repurchased up to 10 per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of such resolution. The Repurchase Mandate to repurchase Shares will remain in effect until whichever is the earliest of the date of the next annual general meeting, the date by which the next annual general meeting is required to be held by law and the date upon which such authority is revoked or varied by an ordinary resolution of the shareholders in a general meeting of the Company.

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

At the AGM, an ordinary resolution will be proposed to grant the Issue Mandate to the Directors to allot, issue and deal with, otherwise than by way of rights or any option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares in the Company or any shares of the Company issued as scrip dividends pursuant to the Bye-Laws of the Company, shares with an aggregate nominal value not exceeding 20 per cent. of the aggregate of the total nominal value of the share capital of the Company in issue on the date of the resolution approving the Issue Mandate. The Issue Mandate to issue Shares will remain in effect until whichever is the earliest of the date of the next annual general meeting, the date by which the next annual general meeting is required to be held by law and the date upon which such authority is revoked or varied by an ordinary resolution of the shareholders in a general meeting of the Company.

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

At the AGM, an ordinary resolution will be proposed to extend the Issue Mandate by the addition to the aggregate nominal value of the share capital if the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to such general mandate of an amount representing the aggregate nominal value of the share capital of the Company repurchased by the Company pursuant to the Repurchase Mandate provided that such extended amount will not exceed 10 per cent. of the aggregate of the total nominal value of the issued share capital of the Company in issue on the date of the resolution approving the Issue Mandate.

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## LETTER FROM THE BOARD

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### RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, Mr. Wong Pak Lam, Louis, Mr. Wong Kin Tung and Mr. Wong Kwong Lung, Terence are the executive directors and Mr. Chan Ka Ling, Edmond, Mr. Ching Kwok Ho, Samuel and Mr. Lo Wa Kei, Roy are the Independent Non-executive Directors of the Company. In accordance with the Company's Bye-laws, Mr. Wong Pak Lam, Louis ("Mr. Louis Wong"), Mr. Wong Kin Tung ("Mr. Wong"), Mr. Wong Kwong Lung, Terence ("Mr. Terence Wong") and Mr. Chan Ka Ling, Edmond ("Mr. Edmond Chan") will be retired from office by rotation and be eligible for re-election at the AGM. Biographical details of the retiring directors are set out as follows:

Mr. Louis Wong, aged 29, is the Chairman and Executive Director of the Company. Mr. Louis Wong completed the law study programme at the Southwest University of Political Science and Law in the PRC in 2001. Being the deputy managing director of Guangdong Liantai Group, he is responsible for the group's various investment projects. He is experienced in exploring opportunities for business development in the PRC. He is a member of the Chinese People's Political Consultative Conference Shenzhen Committee.

Mr. Louis Wong is the brother of Mr. Wong, the Executive Director of the Company. Mr. Louis Wong, through Ti Yu Investments Limited, the controlling shareholder of the Company, holds 120,004,000 shares, representing 57.46% of the issued share of the Company.

Save as disclosed above, Mr. Louis Wong is not connected with any directors, senior management, substantial shareholders or controlling shareholders of the Company nor have any interests in the securities in the Company within the meaning of Part XV of the SFO. Mr. Louis Wong does not hold any directorships in companies listed in the Stock Exchange for the past three years.

Mr. Wong, aged 32, is an Executive Director of the Company. Mr. Wong is an infrastructure engineer. Mr. Wong is the brother of Mr. Louis Wong, the Chairman and Executive Director of the Company. Being the deputy managing director of Guangdong Liantai Group, Mr. Wong is responsible for the group's property development project.

Save as disclosed above, Mr. Wong is not connected with any directors, senior management, substantial shareholders or controlling shareholders of the Company nor have any interests in the securities in the Company within the meaning of Part XV of the SFO. Mr. Wong does not hold any directorships in companies listed in the Stock Exchange for the past three years.

Mr. Terence Wong, aged 44, is an Executive Director and Chief Executive Officer of the Company. Mr. Terence Wong has over 15 years of experience in property development and investment in Hong Kong and the PRC. Mr. Terence Wong was an independent non-executive director of Skyfame Realty (Holdings) Limited, the shares of which are listed on the Stock Exchange, for the period from 20 June 2001 to 29 December 2004.

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## LETTER FROM THE BOARD

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Mr. Terence Wong does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company nor have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Mr. Edmond Chan, aged 48, is an independent non-executive director, a member of audit committee and a member of remuneration committee of the Company. Mr. Edmond Chan is a fellow member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants (Practising). Mr. Edmond Chan has been practicing as a certified public accountant in Hong Kong for 19 years and is a partner in Chan and Chan, CPA. Mr. Edmond Chan currently is an independent non-executive director of Tack Hsin Holdings Limited and Simsen International Cooperation Limited, both companies are listed on the Main Board of the Stock Exchange.

Mr. Edmond Chan does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company nor have any interests in the shares of the Company within the meaning of Part XV of the SFO.

There is a service contract entered into between the Company and Mr. Edmond Chan for a term of one year, which will continue thereafter until terminated by either party giving not less than one month's notice in writing to the other party. Mr. Edmond Chan's remuneration is HK\$100,000 per year as determined by the Board with reference to his responsibilities within the Company and the prevailing market conditions.

There is no service contract entered into between the Company and each of Mr. Louis Wong, Mr. Wong and Mr. Terence Wong and has not been appointed for a specific term but they will be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Bye-Laws of the Company. Each of Mr. Louis Wong, Mr. Wong and Mr. Terence Wong's remuneration has not been fixed but if fixed will be determined by the Board with reference to his duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, there is no other matters concerning each of Mr. Louis Wong, Mr. Wong, Mr. Terence Wong and Mr. Edmond Chan that need to be brought to the attention of the shareholders of the Company pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

### **ANNUAL GENERAL MEETING**

A notice convening the AGM is set out on pages 11 to 14 of this circular, at which resolutions will be proposed to approve, inter alia, the granting of the Repurchase Mandate and Issue Mandate and the extension of the Issue Mandate by the addition thereto of the number of Shares repurchased pursuant to the Repurchase Mandate and the re-election of retiring Directors.



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## LETTER FROM THE BOARD

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A form of proxy for use at the AGM is enclosed in this circular and such form of proxy is also published on the website of the Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) and the Company's website ([www.gaygiano.com/investmain.html](http://www.gaygiano.com/investmain.html)). In order to be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited at the Company's branch share registrar in Hong Kong, Union Registrars Limited of Room 1803 Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time for holding the meeting or adjourned meeting. The completion and return of the form of proxy will not preclude any Shareholder from attending and voting in person at the meeting or any adjournment thereof should you so wish.

### **PROCEDURES BY WHICH A POLL MAY BE DEMANDED**

Pursuant to the Bye-Law 73, at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) demanded by (i) the Chairman of the meeting; or (ii) by at least three Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy for the time being entitled to vote at the meeting; or (iii) by any Shareholder or Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy and representing not less than one-tenth of the total voting rights of all the Shareholders having the right to vote at the meeting; or (iv) by any Shareholder or Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy and holding Shares in the Company conferring a right to vote at the meeting being Shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up all the Shares conferring that right.

As far as the Board can determine, there is no Shareholder who are required to be abstained from voting under the Listing Rules.

### **RECOMMENDATION**

The Directors consider that the Repurchase Mandate, the Issue Mandate, the extension of the Issue Mandate and a re-election of retiring Directors are in the best interests of the Company and its Shareholders so recommend you to vote in favour of the resolutions at the forthcoming AGM. The Directors will vote all their shareholdings in favour of the resolutions.

By Order of the Board  
**Wong Pak Lam, Louis**  
*Chairman*

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# **EXPLANATORY STATEMENT OF THE SHARE REPURCHASE MANDATE**

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*The following explanatory statement given to all Shareholders relating to a resolution to be proposed at the forthcoming AGM authorizing the Repurchase Mandate.*

## **1. EXERCISE OF THE REPURCHASE MANDATE**

Exercise in full of the Repurchase Mandate, on the basis of 208,840,000 Shares in issue as at the Latest Practicable Date, could accordingly result in up to 20,884,000 Shares being repurchased by the Company during the period ending on the earliest of the date of the next annual general meeting, the date by which the next annual general meeting of the Company is required to be held by law or the date upon which such authority is revoked or varied by an ordinary resolution of the shareholders in a general meeting of the Company.

## **2. REASONS FOR REPURCHASES**

The Directors have no present intention to repurchase any Shares but consider that the mandate will provide the Company the flexibility to make such repurchase when appropriate and beneficial to the Company. Such repurchases may enhance the net assets value per Share and/or earnings per Share.

## **3. FUNDING OF REPURCHASES**

The Company is empowered by its memorandum of association and Bye-Laws to purchase its Shares. Bermuda law provides that the amount of capital repaid in connection with a share repurchase may only be paid out of either the capital paid up on the relevant shares, or the profits that would otherwise be available for distribution by way of dividend or the proceeds of a new issue of shares made for such purpose. The amount of premium payable on repurchase may only be paid out of the fund of the Company that would otherwise be legally available for dividend or distribution or out of the share premium accounts of the Company for such purpose under the laws of Bermuda. Under Bermuda law, the shares so repurchased will be treated as cancelled but the aggregate amount of authorised share capital will not be reduced so that the shares may be subsequently re-issued.

## **4. IMPACT ON WORKING CAPITAL OR GEARING LEVEL**

As compared with the financial position of the Company as at 31 March 2007 (being the date of its latest audited financial statements), the Directors consider that there would be a material adverse impact on the working capital and on the gearing position of the Company in the event that the proposed purchases were to be carried out in full during the proposed purchase period. No purchase would be made in circumstances that would have a material adverse impact on the working capital or gearing position of the Company.

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## **EXPLANATORY STATEMENT OF THE SHARE REPURCHASE MANDATE**

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### **5. DIRECTORS, THEIR ASSOCIATES AND CONNECTED PERSONS**

None of the Directors nor, to the best of the knowledge and belief of the Directors having made all reasonable enquiries, any of the associates (as defined in the Listing Rules) of any of the Directors has any present intention, in the event that the proposal is approved by Shareholders, to sell Shares to the Company.

No connected person (as defined in the Listing Rules) of the Company has notified the Company that he/she has a present intention to sell Shares to the Company nor has he/she undertaken not to sell any of Shares held by him/her to the Company in the event that the Company is authorised to make purchases of Shares.

### **6. UNDERTAKING OF THE DIRECTORS**

The Directors have undertaken to the Stock Exchange to exercise the power of the Company to make purchases pursuant to the proposed resolution in accordance with the Listing Rules and all applicable laws of Bermuda, and in accordance with the regulations set out in the memorandum of association and Bye-Laws of the Company.

### **7. EFFECT OF TAKEOVERS CODE**

A repurchase of Shares by the Company may result in an increase in the proportionate interests of a substantial shareholder of the Company in the voting rights of the Company, which would give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Directors, the substantial shareholder of the Company is Ti Yu Investments Limited which is wholly-owned by Mr. Louis Wong, holding 120,004,000 shares, representing approximately 57.46 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 pursuant to the resolution, the shareholding of Ti Yu Investments Limited in the Company would be increased to approximately 63.84 per cent. of the issued share capital of the Company and such increase would not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Company may not purchase Shares on the Stock Exchange if that purchase would result in the number of Shares which are in the hands of the public falling below 25 per cent. of the Company's issued share capital.

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## EXPLANATORY STATEMENT OF THE SHARE REPURCHASE MANDATE

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### 8. SHARE PURCHASE MADE BY THE COMPANY

During each of six months preceding the Latest Practicable Date, no Shares have been repurchased by the Company.

### 9. SHARE PRICES

During the previous twelve months before the Latest Practicable Date, the highest and lowest traded prices for Shares on the Stock Exchange were as follows:

Months	Price Per Share	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
<b>2006</b>		
August	0.1610	0.1210
September	0.1800	0.1390
October	0.1600	0.1390
November	0.1650	0.1380
December	0.1590	0.1000
<b>2007</b>		
January	0.1580	0.1210
February	0.3100	0.1380
March	0.3000	0.1550
April	0.3500	0.2100
May	0.6000	0.2350
June	1.3800	0.7200
July	4.4000	1.4100
August (the Latest Practicable Date)	3.8200	2.3100

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## NOTICE OF ANNUAL GENERAL MEETING

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### **GAY GIANO INTERNATIONAL GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 686)**

#### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting of Gay Giano International Group Limited (the “Company”) will be held at A Function Room (Level 3), JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 28 September 2007 at 3:00 p.m. for the following purposes:

1. To receive and consider the audited financial statements for the year ended 31 March 2007 and the reports of the directors and auditors thereon.
2. To re-elect retiring directors and to authorize the board of directors to fix directors’ remuneration.
3. To re-appoint auditors and to authorise the board of directors to fix their remuneration.
4. As special business, to consider and, if thought fit, pass the following resolutions as ordinary resolutions of the Company:

A. **“THAT**

- (a) subject to paragraph (c) below, 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, agreements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) shall authorise the directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period;

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## NOTICE OF ANNUAL GENERAL MEETING

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(c) the aggregate nominal amount of shares capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the directors pursuant to the approval in paragraph (a), otherwise than pursuant to (i) a Rights Issue (as hereinafter defined) or (ii) the exercise of the subscription rights under the share option scheme of the Company or (iii) an issue of shares as scrip dividends pursuant to the Bye-Laws of the Company from time to time shall not exceed 20 per cent. of the aggregate nominal amount of the share capital of the Company in issue as 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 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 the Bye-Laws of the Company or any applicable laws of the Bermuda to be held; and
- (iii) the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in a general meeting.

“Rights Issue” means an offer of shares or an offer of warrants, options or other securities giving 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 such shares (subject to such exclusion 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 laws of, or the requirements of any recognized regulatory body or any stock exchange in any territory outside Hong Kong applicable to the Company).”

### B. **“THAT**

(a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to purchase shares in the capital of the Company (“Shares”), subject to and in accordance with all applicable laws, be and is hereby generally and unconditionally approved;

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## NOTICE OF ANNUAL GENERAL MEETING

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(b) the aggregate nominal amount of the Shares purchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period shall not exceed 10 per cent. of the aggregate nominal amount of the share capital of the Company in issue as at the date of this resolution and the said 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 the Bye-Laws of the Company or any applicable laws of the Bermuda to be held; and
- (iii) the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in a general meeting.”

C. “**THAT** conditional upon resolution nos. 4A and 4B above being passed, the aggregate nominal amount 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. 4B 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. 4A above.”

By order of the Board  
**Leung Sau Fong**  
*Company Secretary*

Hong Kong, 3 September 2007

*Principal Office:*  
Suites 701-702, 7th Floor  
Grandtech Centre  
8 On Ping Street  
Siu Lek Yuen, Shatin  
New Territories  
Hong Kong

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## NOTICE OF ANNUAL GENERAL MEETING

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*Notes:*

- (1) A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint and vote in his stead. A proxy need not be a member of the Company. In order to be valid, the form of proxy must be deposited at the Company's Hong Kong branch share registrar, Union Registrars Limited of Room 1803 Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong together with a power of a attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, not less than 48 hours before the time for holding the meeting or adjourned meeting.
- (2) Completion and return of the form of proxy will not preclude any Shareholder from attending and voting in person at the annual general meeting or any adjournment thereof should you so wish.
- (3) The Register of Members of the Company will be closed from 24 September 2007 to 28 September 2007, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for attending the forthcoming annual general meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Union Registrars Limited of Room 1803 Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong for registration not later than 4:00 p.m. on 21 September 2007.