

---

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

---

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

**If you have sold or transferred** all your shares in GLOBAL CHINA GROUP HOLDINGS LIMITED, you should at once hand this circular to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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 circular.

---



**GLOBAL CHINA GROUP HOLDINGS LIMITED**  
**泛華集團控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 1105)

**PROPOSALS FOR RE-ELECTION OF  
RETIRING DIRECTORS  
AND  
GENERAL MANDATES TO REPURCHASE SHARES  
AND  
TO ISSUE SHARES  
AND  
AMENDMENTS TO BYE-LAWS**

---

# CONTENTS

---

	<i>Page</i>
<b>DEFINITIONS</b> .....	1
 <b>LETTER FROM THE CHAIRMAN</b>	
Introduction .....	3
Re-election of Retiring Directors.....	4
General Mandate to Repurchase Shares .....	4
General Mandate to Issue Shares.....	4
Amendments to Bye-Laws .....	5
Procedures for Demanding a Poll .....	6
Action to be Taken .....	6
Recommendation .....	6
 <b>APPENDIX I — INFORMATION ON RETIRING DIRECTORS</b> .....	 7
 <b>APPENDIX II — EXPLANATORY STATEMENT</b> .....	 10

---

## DEFINITIONS

---

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

“Annual General Meeting”	the annual general meeting of the Company to be held on Friday, 28 May 2004 at 3:30 p.m. or any adjournment thereof
“Company”	Global China Group Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange
“Consultation Report on Corporate Governance”	the Consultation Conclusions on Proposed Amendments to the Listing Rules Relating to Corporate Governance Issues released by the Stock Exchange in January 2003, which summarized the results of the Consultation Paper on Proposed Amendments to the Listing Rules Relating to Corporate Governance Issues published by the Stock Exchange in 2002
“Directors”	the directors of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	23 April 2004, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Repurchase Mandate”	a general mandate proposed to be granted to the Directors to exercise all the powers of the Company to repurchase Shares in the manner as set out in the notice of the Annual General Meeting
“Share Issue Mandate”	a general mandate proposed to be granted to the Directors to allot, issue and deal with new Shares in the manner as set out in the notice of the Annual General Meeting
“Share(s)”	ordinary share(s) of HK\$0.10 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

---

## DEFINITIONS

---

“Takeovers Code”

Hong Kong Code on Takeovers and Mergers

“HK\$”

Hong Kong dollars, the lawful currency of Hong Kong

---

LETTER FROM THE CHAIRMAN

---



**GLOBAL CHINA GROUP HOLDINGS LIMITED**  
**泛華集團控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

*Executive Directors:*

Mr. Ho Tsu Kwok, Charles (*Chairman*)  
Mr. Jia Hong Ping  
Mr. Jim Sui Hing  
Mr. Lai Ting Yiu  
Mr. Lo Wing Hung  
Mrs. Sy Wong Chor Fong  
Mr. Wong Wai Ming  
Mr. Yang Yiu Chong, Ronald Jeffrey

*Registered Office:*

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Principal Place of Business:*

Sing Tao Building  
1 Wang Kwong Road  
Kowloon Bay  
Hong Kong

*Non-Executive Director:*

Mr. Leung Chun Ying

*Independent Non-Executive Directors:*

Ms. Ho Chiu King, Pansy Catilina  
Mr. Timothy David Dattels  
Dr. Tong Yuk Lun, Paul  
Mr. Tung Chee Chen

28 April 2004

*To the Shareholders*

Dear Sir or Madam,

**PROPOSALS FOR RE-ELECTION OF  
RETIRING DIRECTORS  
AND  
GENERAL MANDATES TO REPURCHASE SHARES  
AND  
TO ISSUE SHARES  
AND  
AMENDMENTS TO BYE-LAWS**

**INTRODUCTION**

This circular contains information relating to the proposed re-election of the Directors retiring at the Annual General Meeting, the Repurchase Mandate, the Share Issue Mandate, and the amendments to the existing bye-laws of the Company required to be sent to you in compliance

\* For identification purpose only

---

## LETTER FROM THE CHAIRMAN

---

with the Listing Rules so as to give you all information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions in relation thereto at the forthcoming Annual General Meeting.

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

In accordance with Bye-law 87 of the Company's bye-laws, Ms. Ho Chiu King, Pansy Catilina, Mrs. Sy Wong Chor Fong and Dr. Tong Yuk Lun, Paul will retire at the Annual General Meeting and, being eligible, will offer themselves for re-election. In accordance with Bye-law 86(2) of the Company's bye-laws, Mr. Lai Ting Yiu shall hold office until the forthcoming Annual General Meeting and shall then be eligible for re-election at the forthcoming Annual General Meeting.

Information on such retiring Directors as required to be disclosed under the Listing Rules is set out in Appendix I to this circular.

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

At the annual general meeting of the Company held on 24 June 2003, a general mandate was given to the Directors to exercise the powers of the Company to repurchase Shares of the Company. Under the Listing Rules, such general mandate will lapse at the conclusion of the forthcoming Annual General Meeting.

An ordinary resolution will therefore be proposed at the Annual General Meeting granting the Directors authority to repurchase Shares up to 10% of the share capital of the Company in issue as at the date of the passing of the relevant resolution approving the Repurchase Mandate.

The Repurchase Mandate will, if granted, remain in effect until 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) its revocation or variation by an ordinary resolution of the shareholders of the Company in general meeting.

An explanatory statement as required under the Listing Rules to provide the requisite information concerning the Repurchase Mandate is set out in the Appendix II hereto.

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

At the Annual General Meeting, an ordinary resolution will be proposed that the Directors be given a general mandate to allot, issue and deal with new Shares not exceeding 20% of the issued share capital of the Company as at the date of the passing of the relevant resolution approving the Share Issue Mandate.

---

## LETTER FROM THE CHAIRMAN

---

The Share Issue Mandate will, if granted, remain effective until 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) its revocation or variation by an ordinary resolution of the shareholders of the Company in general meeting.

In addition, if the Repurchase Mandate is granted, an ordinary resolution will also be proposed at the Annual General Meeting providing that any Shares repurchased under the Repurchase Mandate will be added to the total number of Shares which may be allotted and issued under the Share Issue Mandate.

In respect of the Repurchase Mandate and the Share Issue Mandate, the Directors wish to state that they have no present intention to exercise the Repurchase Mandate to repurchase Shares nor the Share Issue Mandate to allot new Shares.

### AMENDMENTS TO BYE-LAWS

Following the announcement of the Consultation Report on Corporate Governance by the Stock Exchange in January 2003, amendments have been made to the Listing Rules to incorporate the recommendations set out therein. Subject to certain transitional arrangements, most of the amendments have taken effect on 31 March 2004.

In order to conform with the requirements of the revised Listing Rules, corresponding amendments will be made to the existing bye-laws of the Company to include provisions to the effect that:

- (i) the minimum length of the period during which the notice of intention to propose a person for election as a director and the notice of the person to be proposed of his willingness to be elected are given shall be at least seven days and that the period for lodgment of the aforesaid notice(s) shall commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven days before the date of such general meeting;
- (ii) Directors shall abstain from voting at the board meeting on any matter in which he or any of his associates has a material interest and are not to be counted towards the quorum of the relevant board meeting; and
- (iii) where any shareholder is, under the Listing Rules, required to abstain from voting on any particular resolution or restricted to voting only for or only against any particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.

Accordingly, a special resolution will be put forward at the Annual General Meeting to approve the proposed amendments to the existing bye-laws of the Company.

---

## LETTER FROM THE CHAIRMAN

---

### PROCEDURES FOR DEMANDING A POLL

Pursuant to the Company's bye-laws, at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded:

- (a) by the chairman of the meeting; or
- (b) by at least three members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy for the time being entitled to vote at the meeting; or
- (c) by a member or members present in person or in the case of a member 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 members having the right to vote at the meeting; or
- (d) by a member or members present in person or in the case of a member being a corporation by its duly authorised representative or by proxy and holding shares in the Company on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right.

### ACTION TO BE TAKEN

A form of proxy for use at the Annual General Meeting is annexed to the Annual Report of the Company for the year ended 31 December 2003. Whether or not you propose to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the Company Secretary of the Company at 6th Floor, Tower B, Sing Tao Building, 1 Wang Kwong Road, Kowloon Bay, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the Annual General Meeting should you so wish.

### RECOMMENDATION

The Directors consider that the re-election of the retiring Directors, and the Repurchase Mandate, the Share Issue Mandate, the extension of the Share Issue Mandate and the amendment to the existing bye-laws of the Company are in the best interests of the Company and its shareholders. Accordingly, the Directors recommend all shareholders to vote in favour of the resolutions to be proposed at the Annual General Meeting.

Yours faithfully,  
**Ho Tsu Kwok, Charles**  
*Chairman*

*The following is the information, as required to be disclosed by the Listing Rules on the retiring Directors proposed to be re-elected at the Annual General Meeting.*

**(1) Mrs. Sy Wong Chor Fong**

Mrs. Sy Wong Chor Fong, aged 63, has been engaged in the import and export trading business for many years. She has twenty-nine years of experience in the distribution of consumer products in the PRC, including seventeen years of experience in the distribution of photographic products. Mrs. Sy has been a Director of the Company since 1996. Mrs. Sy does not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder of the Company.

So far as the Directors are aware, as at the Latest Practicable Date, Mrs. Sy has personal interests in 1,250,000 Shares and corporate interests of 163,919,000 Shares and is interested in 1,154,000 share options of the Company within the meaning of Part XV of the Securities and Futures Ordinance. In addition, there is no service contract between the Company and Mrs. Sy. The remuneration of the Directors are fixed by the board of Directors with reference to industry and market conditions.

**(2) Mr. Lai Ting Yiu**

Mr. Lai Ting Yiu, aged 52, joined the Group in 1999 as the Executive Chief Editor of Sing Tao Daily. He is currently the Editor-in-chief of Eastweek and the Chief Executive Officer of the Magazine Group and responsible for overseeing the publication of magazines of the Group. Prior to joining the Group, Mr. Lai held various key positions in various renowned media companies. Mr. Lai has been a Director of the Company since 2004. Mr. Lai does not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder of the Company.

Mr. Lai is interested in 4,000,000 share options of the Company. Save as disclosed above, Mr. Lai does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance. In addition, there is no service contract between the Company and Mr. Lai. The remuneration of the Directors are fixed by the board of Directors with reference to industry and market conditions.

**(3) Ms. Ho Chiu King, Pansy Catilina**

Ms. Ho Chiu King, Pansy Catilina, aged 41, currently is the Managing Director of Shun Tak Holdings Limited, Chief Executive Officer and Director of Shun Tak - China Travel Shipping Investments Limited, Director of Sociedade de Turismo e Diversões de Macau, S.A.R.L., Chairman of Macau Tower Convention & Entertainment Centre, and Executive Director of Air Macau Company Limited.

Besides gearing her efforts in business endeavors, Ms Ho also serves on a host of economic, social and public services. In China, such participation and services include being a Committee Member of The Chinese People's Political Consultative Conference of Beijing, Executive Committee Member of All-China Federation of Industry & Commerce and Vice President of the Chamber of Tourism of the Federation, Executive Vice President of Guangdong Chamber of Foreign Investors, and Executive Committee Member of the Beijing Women's Federation.

In Hong Kong, she is a member of the Executive Committee and Board Directors of The Community Chest, Vice-Convenor of the Hong Kong Federation of Women Entrepreneurs Committee, Founding Honorary Advisor and Board Director of The University of Hong Kong Foundation for Educational Development & Research and Advisory Council Member of The Better Hong Kong Foundation. Ms. Ho has been a Director of the Company since 2001. Ms. Ho does not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder of the Company.

So far as the Directors are aware, as at the Latest Practicable Date, Ms. Ho does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance. In addition, there is no service contract between the Company and Ms. Ho. The remuneration of the Directors are fixed by the board of Directors with reference to industry and market conditions.

**(4) Dr. Tong Yuk Lun, Paul**

Dr. Tong Yuk Lun, Paul, aged 62, is currently the Chairman, Asia Pacific of Parsons Brinckerhoff. Its parent company, Parsons Brinckerhoff International, is an international engineering consultant with head office in New York, US. Between 1997 and 2001, Dr. Tong was a Director of Lai Sun Development Company Limited and Vice Chairman of Lai Fung Holdings Limited. Between 1995 and 1997, Dr. Tong was an Executive Director and Chief Executive Officer of Pacific Century Regional Developments Limited. From 1978 to 1994, Dr. Tong took up a number of senior positions at the New World Group. Besides this, he was an Executive Director of Hip Hing Construction Co., Ltd. and the General Manager of New World Development Co., Ltd. Dr. Tong holds B.Sc., M.Sc. and Ph.D. Degrees and has extensive experience in civil, structural and geotechnical

engineering. He is a Member of Institution of Civil Engineers, London and Hong Kong Institution of Engineers and has also worked with British and Hong Kong engineering consulting firms. Dr. Tong has been a Director of the Company since 2000. Dr. Tong does not have any relationship with any other Director, senior management, substantial shareholder or controlling shareholder of the Company.

So far as the Directors are aware, as at the Latest Practicable Date, Dr. Tong does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance. In addition, there is no service contract between the Company and Dr. Tong. The remuneration of the Directors are fixed by the board of Directors with reference to industry and market conditions.

This explanatory statement contains the information required under Rule 10.06(1)(b) of the Listing Rules. Its purpose is to provide shareholders with information reasonably necessary to enable them to make an informed decision on whether to vote for or against the resolution approving the Repurchase Mandate.

### **1. SHARE CAPITAL**

As at the Latest Practicable Date, the issued share capital of the Company comprised of 1,834,535,074 Shares.

On the basis that no further Shares are issued or repurchased prior to the Annual General Meeting and subject to the passing of the relevant ordinary resolution approving the Repurchase Mandate, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 183,453,507 Shares. The Shares proposed to be repurchased must be fully-paid up.

### **2. REASONS FOR REPURCHASE**

The Directors believe that the Repurchase Mandate is in the best interest of the Company and its shareholders. Repurchases of Shares made under the Repurchase Mandate may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the value of the Company's net assets and/or its earnings per share and will only be made when the Directors consider that such repurchases will benefit the Company and its shareholders.

### **3. FUNDING OF REPURCHASES**

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its memorandum of association and bye-laws and the applicable laws of Bermuda. The Companies Act 1981 of Bermuda 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 funds of the Company that would otherwise be available for dividend or distribution or out of the proceeds of a fresh issue of shares made for the purpose. The amount of premium payable on repurchase may be paid out of either the funds of the Company that would otherwise be available for dividend or distribution or out of the share premium account of the Company.

There might be an adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited financial statements for the year ended 31 December 2003) in the event that the Repurchase Mandate was to be exercised in full. However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

#### 4. SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous 12 months were as follows:

	Shares	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
<b>2003</b>		
April	0.370	0.295
May	0.415	0.330
June	0.410	0.340
July	0.620	0.370
August	0.780	0.480
September	0.900	0.630
October	0.720	0.610
November	0.720	0.620
December	0.670	0.500
<b>2004</b>		
January	0.740	0.475
February	0.720	0.620
March	0.650	0.520

#### 5. UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate and in accordance with the Listing Rules and the applicable laws of Bermuda.

**6. TAKEOVERS CODE**

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 purpose of the Takeovers Code. Accordingly, a shareholder, or group of shareholders acting in concert, 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 the knowledge and belief of the Directors, Mr. Ho Tsu Kwok, Charles, Chairman of the Company, beneficially owned 843,895,000 Shares, representing approximately 46.00% of the issued share capital of the Company. On the basis that no further Shares are issued or repurchased and in the event that the Repurchase Mandate is exercised in full, the shareholding of Mr. Ho Tsu Kwok, Charles will be increased to approximately 51.11% of the issued share capital of the Company. The Directors believe that such an increase may give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. However, the Directors have no present intention to exercise the Repurchase Mandate to such an extent that would result in takeover obligations.

**7. GENERAL**

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

No connected persons have notified the Company that they have a present intention to sell any Shares to the Company, or have undertaken not to do so, in the event that the Repurchase Mandate is approved by the shareholders of the Company.

**8. SHARE PURCHASES MADE BY THE COMPANY**

Neither the Company nor any of its subsidiaries purchased any of the Company's Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.



**GLOBAL CHINA GROUP HOLDINGS LIMITED**  
**泛華集團控股有限公司\***

(Incorporated in Bermuda with limited liability)

**FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING**  
**TO BE HELD AT 3:30 P.M. ON FRIDAY, 28 MAY 2004**

I/We <sup>(note 1)</sup> \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ being the registered holder(s) of \_\_\_\_\_ shares <sup>(note 2)</sup> of  
HK\$0.10 each in the capital of **Global China Group Holdings Limited** (the “Company”), hereby appoint THE CHAIRMAN OF  
THE MEETING <sup>(note 3)</sup>, or failing him \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting (or at any adjournment thereof)  
of the Company to be held at Function Room, 6/F, Sing Tao Building, 1 Wang Kwong Road, Kowloon Bay, Hong Kong on Friday,  
28 May 2004 at 3:30 p.m. in respect of the resolutions set out in the notice convening the said meeting as hereunder indicated, and,  
if no such indication is given, as my/our proxy thinks fit.

		<b>For</b> <sup>(note 4)</sup>	<b>Against</b> <sup>(note 4)</sup>
1.	To receive, consider and approve the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2003		
2.	To fix the maximum number of directors and to authorise the board of directors to appoint additional directors up to the maximum number determined		
3.	(a) (i) To re-elect Ms. Ho Chiu King, Pansy Catilina as director		
	(ii) To re-elect Mr. Lai Ting Yiu as director		
	(iii) To re-elect Mrs. Sy Wong Chor Fong as director		
	(iv) To re-elect Dr. Tong Yuk Lun, Paul as director		
	(b) To authorise the board of directors to fix the directors' fee		
4.	To re-appoint auditors and to authorise the board of directors to fix their remuneration		
5.	To grant a general mandate to the directors to issue shares		
6.	To grant a general mandate to the directors to repurchase shares		
7.	To extend the share issue mandate granted to the directors		
8.	To amend bye-laws		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2004 Signature <sup>(note 5)</sup> \_\_\_\_\_

*Notes :*

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. If any proxy other than the Chairman of the Meeting is preferred, please delete the words “**THE CHAIRMAN OF THE MEETING**” and insert the name and address of the proxy desired in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
4. **IMPORTANT : IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS SET OUT ABOVE, PLEASE TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTIONS, TICK THE BOX MARKED “AGAINST”.** Failure to tick the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorized.
6. If more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members in respect of the relevant shares will alone be entitled to vote in respect of them.
7. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or notarially certified copy of such power of attorney or authority must be deposited with the Company Secretary of the Company at 6th Floor, Tower B, Sing Tao Building, 1 Wang Kwong Road, Kowloon Bay, Hong Kong not less than 48 hours before the time appointed for holding of the said meeting or any adjournment thereof.
8. A member is entitled to appoint one (or if holding two or more shares, more than one) proxy to attend and vote instead of him. A proxy need not be a member of the Company, but must attend the meeting in person to represent you.
9. Any alterations made in this form should be initialled by the person who signs it.

\* For identification purpose only