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

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

**If you have sold or transferred** all your shares in e-New Media Company Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or 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.

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**enewmedia**  
**e-NEW MEDIA COMPANY LIMITED**

安寧數碼科技有限公司

*(Incorporated in Hong Kong with limited liability)*

Stock code: 128

**PROPOSALS FOR  
RE-ELECTION OF DIRECTORS,  
GENERAL MANDATE TO ISSUE SHARES,  
CHANGE OF COMPANY NAME  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening an annual general meeting of the Company to be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Friday, 3 June 2005 at 10:00 a.m. is set out on pages 9 to 11 of this circular. Whether or not you are able to attend the meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the registered office of the Company at Suite 1502, 15th Floor, Chinachem Golden Plaza, 77 Mody Road, Tsimshatsui East, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof (as the case may be). 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 (as the case may be) should you so wish.

29 April 2005

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## DEFINITIONS

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*In this circular, the following expressions shall have the meanings set out below unless the context requires otherwise:*

“AGM”	the annual general meeting of the Company to be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Friday, 3 June 2005 at 10:00 a.m. or any adjourned meeting thereof
“Articles of Association”	the articles of association of the Company
“Board” or “Board of Directors”	the board of Directors from time to time
“Companies Ordinance”	the Companies Ordinance, Chapter 32 of the Laws of Hong Kong
“Company”	e-New Media Company Limited, a company incorporated in Hong Kong with limited liability under the Companies Ordinance, whose shares are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its Subsidiaries
“Latest Practicable Date”	26 April 2005, 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
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued share capital of the Company
“Shareholders”	holders of Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subsidiary”	a subsidiary for the time being of the Company within the meaning of the Companies Ordinance and “Subsidiaries” shall be construed accordingly

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LETTER FROM THE BOARD

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**enewmedia**

**e-NEW MEDIA COMPANY LIMITED**

安寧數碼科技有限公司

*(Incorporated in Hong Kong with limited liability)*

Stock code: 128

*Executive Directors:*

Mr. Joseph Wing Kong LEUNG (*Chairman*)

Mr. James C. NG (*Chief Executive Officer*)

Mr. Derek Wai Choi LEUNG

Mr. Wing Tung YEUNG

*Registered office:*

Suite 1502, 15th Floor

Chinachem Golden Plaza

77 Mody Road, Tsimshatsui East

Kowloon

Hong Kong

*Non-Executive Director:*

Mr. Raymond Wai Pun LAU

*Independent Non-Executive Directors:*

Dr. Cecil Sze Tsung CHAO

Dr. Jen CHEN

Mr. Ian Grant ROBINSON

29 April 2005

*To the Shareholders*

Dear Sir/Madam,

**PROPOSALS FOR RE-ELECTION OF DIRECTORS,  
GENERAL MANDATE TO ISSUE SHARES,  
CHANGE OF COMPANY NAME  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

**INTRODUCTION**

The purpose of this circular is to provide you with information regarding the proposals for re-election of Directors, the grant to the Board of general mandate to issue Shares and the change of name of the Company and to seek your approval of the ordinary resolutions and the special resolution relating to these matters at the AGM.

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## LETTER FROM THE BOARD

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### RE-ELECTION OF DIRECTORS

In accordance with Article 92 of the Articles of Association, Dr. Cecil Sze Tsung CHAO and Mr. Ian Grant ROBINSON, having been appointed to the Board since the date of the last annual general meeting of the Company, shall retire at the AGM and, being eligible, offer themselves for re-election.

In accordance with Article 101 of the Articles of Association, Mr. James C. NG and Mr. Raymond Wai Pun LAU shall retire by rotation at the AGM and, being eligible, offer themselves for re-election.

Details of the above Directors who are required to be disclosed by the Listing Rules are set out in the Appendix to this circular.

### GENERAL MANDATE TO ISSUE SHARES

At the last annual general meeting of the Company held on 3 June 2004, a general mandate was given to the Board to issue Shares. Such mandate will lapse at the conclusion of the AGM. In order to ensure flexibility and discretion to the Board in the event that it becomes desirable to issue any Shares, an ordinary resolution will be proposed at the AGM that the Board be given a general and unconditional mandate to exercise all the powers of the Company to allot, issue and deal with Shares and other securities equal in aggregate up to 20 per cent. of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of the relevant resolution granting such mandate.

### CHANGE OF NAME OF THE COMPANY

The Board proposes to change the English name of the Company from “e-New Media Company Limited” to “ENM Holdings Limited” and the Chinese name from “安寧數碼科技有限公司” to “安寧控股有限公司”.

The Group are currently engaged in different lines of businesses including the wholesale and retail of fashion wear and accessories, provision of telecommunications services, resort and recreational club operations and investment holding. The Board considers that the proposed new name will better reflect the diversified businesses of the Company.

The proposed change of name of the Company will not affect any rights of the Shareholders. All existing share certificates in issue bearing the present name of the Company will after the change of name continue to be evidence of title to the Shares and will be valid for trading, settlement and delivery for the same number of Shares as if they were in the new proposed name of the Company. Any issue of share certificates thereafter will be in the Company’s new name. There will be no special arrangement for free exchange of the existing share certificates of the Company for new share certificates printed in the Company’s new name.

The proposed change of name is subject to the passing of a special resolution by the Shareholders at the AGM and the approval by the Registrar of Companies in Hong Kong. The Company will carry out the necessary filing procedures with the Registrar of Companies in Hong Kong in due course. A further announcement will be made once the proposed change of name of the Company becomes effective.

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## LETTER FROM THE BOARD

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### ANNUAL GENERAL MEETING

A notice convening the AGM is set out on pages 9 to 11 of this circular. Resolutions in respect of, among other things, the re-election of Directors, the grant to the Board of the general mandate to issue Shares and the change of name of the Company will be proposed at the AGM.

A form of proxy for use by the Shareholders at the AGM is enclosed. Whether or not you are able to attend the AGM in person, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the registered office of the Company at Suite 1502, 15th Floor, Chinachem Golden Plaza, 77 Mody Road, Tsimshatsui East, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding such AGM. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM should you so wish.

### PROCEDURE FOR DEMANDING A POLL

Pursuant to Article 73 of the Articles of Association, the resolutions put to the vote of the AGM 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) duly demanded. A poll may be demanded by:

- (a) the Chairman of the AGM; or
- (b) 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 AGM; or
- (c) any Shareholder(s) present in person or in the case of a Shareholder being a corporation by its duly authorised representative or by proxy and representing in the aggregate not less than one-tenth of the total voting rights of all the Shareholders having the right to attend and vote at the AGM; or
- (d) any Shareholder(s) present in person or in the case of a Shareholder being a corporation by its duly authorised representative or by proxy and holding Shares conferring a right to attend and vote at the AGM on which there have been paid up sums in the aggregate equal to not less than one-tenth of the total sum paid up on all Shares conferring that right.

### RECOMMENDATION

The Board considers that the re-election of Directors, the grant to the Board of the general mandate to issue Shares and the change of name of the Company are in the best interest of the Company and the Shareholders and recommends the Shareholders to vote in favour of all resolutions to be proposed at the AGM.

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## LETTER FROM THE BOARD

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### RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

By order of the Board  
**e-New Media Company Limited**  
**Joseph Wing Kong LEUNG**  
*Chairman*

The following are the particulars, as at the Latest Practicable Date, of the four Directors to be re-elected at the AGM:

(1) **Dr. Cecil Sze Tsung CHAO**

(Independent Non-Executive Director and Member of Audit Committee)

Dr. Chao, aged 68, joined the Company as Independent Non-Executive Director in September 2004. Dr. Chao is the founder and executive chairman of Cheuk Nang (Holdings) Limited, a company listed on the Stock Exchange. Dr. Chao obtained a bachelor of architecture degree, with honours, from The University of Durham, England and subsequently worked in the field of property, investment, finance, architecture and construction for forty years. He also worked for Hong Kong Government Building Department and Architectural Office and was elected as director of Hong Kong Real Estate Developers' Association for over 20 years. Dr. Chao is a Hong Kong registered architect and a member of the Royal Institute of British Architect and has obtained Honorary Doctor Degree (Ph. D.) from the U.S. Morrison University. Dr. Chao was also awarded 2004's World Outstanding Chinese.

There is no service contract signed between Dr. Chao and the Company. Dr. Chao is not appointed for a specific term but is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Dr. Chao is entitled to an annual director's fee of HK\$20,000 with reference to his duties and responsibilities with the Company (subject to periodical review by the Board and approval of the Shareholders at annual general meetings from time to time). Save for the aforesaid, Dr. Chao is not entitled to any other emoluments from the Company.

Save as disclosed above, Dr. Chao does not hold any position with the Company and other members of the Group and did not hold any directorship in other listed companies in the past three years preceding the Latest Practicable Date.

Dr. Chao has no relationship with any Directors, senior management or substantial or controlling Shareholders.

As at the Latest Practicable Date, Dr. Chao does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders.

(2) **Mr. Ian Grant ROBINSON**

(Independent Non-Executive Director and Chairman of Audit Committee)

Mr. Robinson, aged 66, joined the Company as Independent Non-Executive Director in September 2004. Mr. Robinson heads up Robinson Management Limited, a consulting and management company. Prior to setting up his own firm in 1995, he has had 39 years of experience as a professional accountant and was a senior partner with Ernst and Young, one of the largest international accounting firms. He has been based in Hong Kong since 1980, servicing the Asian

region, and has accounting experience in major countries around the world. He is the chairman of Brek Energy Inc., a Nasdaq listed company and is a member of the executive committee of the Hong Kong Housing Society. He was an independent non-executive director of Global Tech (Holdings) Limited, a company listed on the Stock Exchange, for the period from August 2003 to July 2004.

There is no service contract signed between Mr. Robinson and the Company. Mr. Robinson is not appointed for a specific term but is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Mr. Robinson is entitled to an annual director's fee of HK\$240,000 with reference to his duties and responsibilities with the Company (subject to periodical review by the Board and approval of the Shareholders at annual general meetings from time to time). Save for the aforesaid, Mr. Robinson is not entitled to any other emoluments from the Company.

Save as disclosed above, Mr. Robinson does not hold any position with the Company and other members of the Group and did not hold any directorship in other listed companies in the past three years preceding the Latest Practicable Date.

Mr. Robinson has no relationship with any Directors, senior management or substantial or controlling Shareholders.

As at the Latest Practicable Date, Mr. Robinson does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders.

(3) **Mr. James C. NG**  
(Chief Executive Officer and Executive Director)

Mr. Ng, aged 61, joined the Company as Chief Executive Officer and Executive Director in March 2001. Prior to his appointment, Mr. Ng served as the chief executive officer of the former First Pacific Bank in Hong Kong. He is a director of Chinachem Group companies and an adviser of the Employer's Federation of Hong Kong.

Mr. Ng also serves as director to certain subsidiaries of the Company and an independent non-executive director of Build King Holdings Limited, a company listed on the Stock Exchange and PT Bank Lippo Tbk, a company listed on the Jakarta Stock Exchange.

Mr. Ng is entitled to an annual remuneration of approximately HK\$3,900,000 for his services as Chief Executive Officer of the Company. No specified length of service is provided for Mr. Ng's appointment as the Chief Executive Officer. Mr. Ng's appointment as Director is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Mr. Ng is entitled to an annual director's fee of HK\$20,000 (subject to periodical review by the Board and approval of the Shareholders at annual general meetings from time to time). Save for the aforesaid, Mr. Ng is not entitled to any other emoluments from the Company.

Save as disclosed above, Mr. Ng does not hold any position with the Company and other members of the Group and did not hold any directorship in other listed companies in the past three years preceding the Latest Practicable Date.

Mr. Ng has no relationship with any Directors, senior management or substantial or controlling Shareholders.

As at the Latest Practicable Date, Mr. Ng does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders.

(4) **Mr. Raymond Wai Pun LAU**  
(Non-Executive Director and Member of Audit Committee)

Mr. Lau, aged 55, joined the Company as Independent Non-Executive Director in March 2001 and has been re-designed as a Non-executive Director since September 2004. Mr. Lau is the senior partner of Ford, Kwan & Co., Solicitors & Notaries. Mr. Lau is a solicitor of the High Court of Hong Kong and he is also qualified to practise in the United Kingdom and the Australian Capital Territory. He is also a notary public and China-appointed Attesting Officer.

Mr. Lau was an independent non-executive director of Milkyway Image Holdings Limited, a company listed on the Stock Exchange, for the period from March 2004 to January 2005.

There is no service contract signed between Mr. Lau and the Company. Mr. Lau is not appointed for a specific term but is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. Mr. Lau is entitled to an annual director's fee of HK\$20,000 with reference to his duties and responsibilities with the Company (subject to periodical review by the Board and approval of the Shareholders at annual general meetings from time to time). Save for the aforesaid, Mr. Lau is not entitled to any other emoluments from the Company.

Save as disclosed above, Mr. Lau does not hold any position with the Company and other members of the Group and did not hold any directorship in other listed companies in the past three years preceding the Latest Practicable Date.

Mr. Lau has no relationship with any Directors, senior management or substantial or controlling Shareholders.

As at the Latest Practicable Date, Mr. Lau does not have any interest in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders.

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## NOTICE OF ANNUAL GENERAL MEETING

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# **enewmedia**

## **e-NEW MEDIA COMPANY LIMITED**

**安寧數碼科技有限公司**

*(Incorporated in Hong Kong with limited liability)*

Stock code: 128

**NOTICE IS HEREBY GIVEN** that an Annual General Meeting of e-New Media Company Limited (the “Company”) will be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Friday, 3 June 2005 at 10:00 a.m. for the following purposes:

### **ORDINARY RESOLUTIONS**

1. To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2004.
2. To re-elect the retiring Directors and authorise the Board of Directors to fix their remuneration.
3. To re-appoint Ernst & Young as Auditors and authorise the Board of Directors to fix their remuneration.
4. As special business, to consider and, if thought fit, to pass with or without amendments, the following resolution as an Ordinary Resolution:

**“THAT:**

- (a) subject to paragraph (c) of this Resolution and pursuant to section 57B of the Companies Ordinance, the exercise by the Board of Directors during the Relevant Period (as hereinafter defined) of all 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 powers be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) of this Resolution shall authorise the Board of Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers during or after the end of the Relevant Period;
- (c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Board of Directors pursuant to the approval in paragraph (a) of this Resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined) or (ii) the exercise of options granted under the share option scheme of the Company, shall not in aggregate exceed 20 per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing this Resolution and the said approval shall be limited accordingly; and

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## NOTICE OF ANNUAL GENERAL MEETING

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(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 articles of association of the Company or the Companies Ordinance to be held; and
- (iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting.

“Rights Issue” means an offer of shares open for a period fixed by the Board of Directors 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 exclusions or other arrangements as the Board of Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the law of, or the requirements of, any recognised regulatory body or any stock exchange in any territory outside Hong Kong applicable to the Company).”

### SPECIAL RESOLUTION

5. As special business, to consider and, if thought fit, to pass with or without amendments, the following resolution as a Special Resolution:

“**THAT**, the name of the Company be and is hereby changed from “e-New Media Company Limited 安寧數碼科技有限公司 to “ENM Holdings Limited 安寧控股有限公司” and **THAT** the Board of Directors be and are hereby authorised to carry out the necessary filing procedures with the Registrar of Companies in Hong Kong and to do all such acts, deeds and things as they may in their absolute discretion, deem fit, to effect and implement the change of name of the Company.”

By order of the Board  
**e-New Media Company Limited**  
**Joseph Wing Kong LEUNG**  
*Chairman*

Hong Kong, 29 April 2005

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## NOTICE OF ANNUAL GENERAL MEETING

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*Registered Office:*

Suite 1502, 15th Floor  
Chinachem Golden Plaza  
77 Mody Road, Tsimshatsui East  
Kowloon  
Hong Kong

*Notes:*

1. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
2. A form of proxy for use at the meeting is enclosed. To be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power of attorney or authority, must be deposited at the registered office of the Company at Suite 1502, 15th Floor, Chinachem Golden Plaza, 77 Mody Road, Tsimshatsui East, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.
3. Where there are joint holders of any share, any one of such holders may vote at the meeting, either in person or by proxy, in respect of such share as if he were solely entitled to vote, but if more than one of such joint holders are present at the meeting in person or by proxy, the person so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect of it.
4. Completion and return of the form of proxy will not preclude a shareholder from attending the meeting and voting in person at the meeting or any adjourned meeting if he so desires. If a shareholder attends the meeting after having deposited the form of proxy, his form of proxy will be deemed to have been revoked.
5. As at the date hereof, the executive directors of the Company are Mr. Joseph Wing Kong LEUNG (Chairman), Mr. James C. NG (Chief Executive Officer), Mr. Derek Wai Choi LEUNG and Mr. Wing Tung YEUNG, the non-executive director of the Company is Mr. Raymond Wai Pun LAU, and the independent non-executive directors of the Company are Dr. Cecil Sze Tsung CHAO, Dr. Jen CHEN and Mr. Ian Grant ROBINSON.

# enewmedia

## e-NEW MEDIA COMPANY LIMITED

安寧數碼科技有限公司

(Incorporated in Hong Kong with limited liability)

Stock code: 128

### PROXY FORM

**Form of proxy for use at the Annual General Meeting to be held at the Hilltop Country Club, 10 Hilltop Road, Lo Wai, Tsuen Wan, New Territories, Hong Kong on Friday, 3 June 2005 at 10:00 a.m. (and at any adjournment thereof)**

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ share(s)<sup>2</sup> of HK\$0.01 each in the capital of e-New Media Company Limited (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING or<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us at the above Annual General Meeting (and at any adjournment thereof) as indicated below<sup>4</sup>.

RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the Audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2004		
2.	(i) To re-elect Dr. Cecil Sze Tsung CHAO as Director		
	(ii) To re-elect Mr. Ian Grant ROBINSON as Director		
	(iii) To re-elect Mr. James C. NG as Director		
	(iv) To re-elect Mr. Raymond Wai Pun LAU as Director		
	(v) To authorise the Board of Directors to fix the Directors' remuneration		
3.	To re-appoint Ernst & Young as Auditors and to authorise the Board of Directors to fix their remuneration		
4.	To grant to the Board of Directors a general mandate to issue new shares		
5.	To approve the change of name of the Company		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2005                      Signature(s)<sup>5</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITAL**.
- Please insert the number of shares registered in your name(s). If no number is inserted, the form of proxy will be deemed to relate to all the shares registered in your name(s).
- If any proxy other than the chairman is preferred, strike out "**THE CHAIRMAN OF THE MEETING or**" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to complete any or all boxes will entitle your proxy to cast his votes 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.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation must under its common seal or under the hand of an officer or attorney duly authorised.
- Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- 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 thereof, must be deposited at the registered office of the Company at Suite 1502, 15th Floor, Chinachem Golden Plaza, 77 Mody Road, Tsimshatsui East, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time for holding the above Annual General Meeting or any adjournment thereof.
- The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
- Completion and return of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish.