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# THE QUAYPOINT CORPORATION LIMITED 司\*

紀翰集團有限公

(Incorporated in the Caymans Islands with limited liability)

(Stock code: 2330)

# NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting of The Quaypoint Corporation Limited (the "Company") will be held at 11:00 a.m. on Friday, 17 July 2009 at Fountain Room 1, LG/F, Hotel Nikko Hongkong, 72 Mody Road, Tsimshatsui, Kowloon, Hong Kong for the purpose of considering and, if thought fit, passing, with or without modification, the following resolution as an ordinary resolution of the Company:

## **ORDINARY RESOLUTIONS**

### **"THAT**

- 1. the sale and purchase agreement (the "Agreement") dated 19 May 2009 entered into between Hill Light Investments Limited as purchaser (the "Purchaser") and Ms. Wong Sio Leng as vendor (the "Vendor") pursuant to which the Purchaser agrees to acquire the entire issued share capital of Ocean Vast Corporation Limited from the Vendor at a consideration of RMB69,300,000.00 (the "Acquisition"), upon the terms and subject to the conditions set out in the Agreement, be and is hereby approved, ratified and confirmed;
- 2. subject to and conditional upon the passing of resolution No.1 above, the board of directors of the Company (the "Board") be and is hereby authorised to issue and allot up to 175,000,000 consideration shares (the "Consideration Shares") to the Vendor (or her nominee) for the purpose of satisfying the consideration for the Acquisition; and
- 3. the Board be and is hereby authorised to execute such all other documents, do all other acts and things and take such action as may in the opinion of the Board be necessary, desirable or expedient to implement and give effect to the Agreement and the issuance and allotment of the Consideration Shares and any other transactions contemplated thereunder."

By order of the Board The Quaypoint Corporation Limited Law Kim Fai Company Secretary

Hong Kong, 30 June 2009

\* For identification purpose only Head office and principal place of business in Hong Kong: Suite 1501, 15/F. Tower 1, Silvercord 30 Canton Road Tsimshatsui Kowloon

#### Notes:

- 1. A form of proxy for use at the meeting is enclosed with the circular despatched on 30 June 2009 to the members of the Company.
- 2. Any member entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member.
- 3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
- 4. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the principal place of business of the Company at Suite 1501, 15th Floor, Tower 1, Silvercord, 30 Canton Road, Tsimshatsui, Kowloon, Hong Kong not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- 5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- 6. Where there are joint holders of any share any one of such joint holder may vote, either in person 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 the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
- 7. The Register of Members of the Company will be closed for a period commencing from 15 July 2009 to 17 July 2009, both dates inclusive, during which period no transfer of shares will be effected. In order to qualify for attending the meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Union Registrars Limited at Rooms 1901-02, Fook Lee Commercial Centre, Tower Place, 33 Lockhart Road, Wanchai, Hong Kong for registration not later than 4:00 p.m. on 14 July 2009.

As at the date of this announcement, the executive Directors are Mr. Chen Xian, Mr. Tsim Sze Hon, Mr. Lau Sai Chung and Mr. Xiong Jianrui; the non-executive Director is Ms. Xia Dan and the independent nonexecutive Directors are Mr. Poon Lai Yin, Michael, Mr. Chong Yiu Chik and Mr. Choi Kai Ming, Raymond.