



# HOP HING HOLDINGS LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 47)**

## PROPOSED AMENDMENTS TO BYE-LAWS

The board (the “**Board**”) of directors (the “**Directors**”) of Hop Hing Holdings Limited (the “**Company**”) proposes to amend the bye-laws of the Company (the “**Bye-laws**”) to reflect relevant provisions of the new Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) which came into effect on 1 January 2005 (subject to certain transitional arrangements).

The Board proposes to amend the Bye-laws to reflect relevant provisions of the new Appendix 14 to the Listing Rules which came into effect on 1 January 2005 (subject to certain transitional arrangements). Such amendments include conformation with the following:

- (1) demand of a poll by the chairman of the Company and/or Directors holding proxies in respect of shares, collectively or individually, representing 5 per cent or more of the total voting rights at a particular meeting where on a show of hands such meeting votes in the opposite manner to that instructed in the proxies;
- (2) appointment of non-executive Directors for a specific term, subject to re-election;
- (3) all Directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after their appointment; and
- (4) retirement of Directors upon the third anniversary of their election and retirement of one-thirds of the Directors at each annual general meeting of the Company.

The above amendments are set out in the special resolution which will be put forward to the shareholders of the Company for approval at a special general meeting to be convened and held by the Company on 20 June 2005 at 11:45 a.m. (or as soon thereafter as the Annual General Meeting of the Company convened on the same date and at the same place shall have been concluded or adjourned).

By Order of the Board of Directors of  
**Hop Hing Holdings Limited**  
**Wong Kwok Ying**  
*Company Secretary*

Hong Kong, 26 May 2005

*As at the date of this announcement, the executive directors of the Company are Mr. Wong Kwok Ying and Ms. Lam Fung Ming, Tammy. The non-executive directors of the Company are Mr. Hung Hak Hip, Ms. Hung Chiu Yee and Mr. Lee Pak Wing. The independent non-executive directors of the Company are Mr. Wong Yu Hong, Philip, Mr. Sze Tsai To, Robert and Mr. Cheung Wing Yui, Edward.*

“Please also refer to the published version of this announcement in The Standard.”