



# HOP HING HOLDINGS LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 47)**

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of Hop Hing Holdings Limited (the “**Company**”) will be held at Units E & F, 2nd Floor, Hop Hing Building, 9 Ping Tong Street East, Tong Yan San Tsuen, Yuen Long, New Territories, Hong Kong on Friday, 25 June 2004 at 11:15 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) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions as ordinary resolutions:

### ORDINARY RESOLUTIONS

1. “**THAT** the existing share option scheme (the “**Existing Share Option Scheme**”) of the Company adopted pursuant to a resolution of the Company passed on 30 June 2000 be and is hereby terminated provided that any options granted under the Existing Share Option Scheme prior to the passing of this Resolution shall not, in any way, be affected or prejudiced and all such options shall continue to be valid and exercisable in accordance with the Existing Share Option Scheme.”
2. “**THAT** conditional upon (a) the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting approval of the listing of, and permission to deal in, any shares of the Company (the “**Shares**”) which may be issued pursuant to the exercise of the options to be granted under the new share option scheme (the “**New Share Option Scheme**”), and (b) the Bermuda Monetary Authority granting its consent to the New Share Option Scheme, if so required, the New Share Option Scheme be and is hereby approved and adopted in substitution for the Existing Share Option Scheme, and the directors of the Company (the “**Directors**”) be and are hereby authorized to grant options to subscribe for the Shares thereunder and to allot and issue Shares pursuant to the exercise of any options which may be granted under the New Share Option Scheme, and that the Directors be and are hereby authorized to do such things and acts as the Directors consider necessary and appropriate to effect the same.”

By Order of the Board

**Wong Kwok Ying**  
*Company Secretary*

Hong Kong, 7 June 2004

*Head office and principal place of business:*

Units E & F, 2nd Floor,  
Hop Hing Building,  
9 Ping Tong Street East,  
Tong Yan San Tsuen,  
Yuen Long,  
New Territories,  
Hong Kong

*Registered office:*

Canon's Court,  
22 Victoria Street,  
Hamilton HM12,  
Bermuda

*Notes:*

1. A member of the Company entitled to attend and vote at the SGM is entitled to appoint another person as his proxy to attend and vote in his stead. A member who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf at the SGM. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited at the Company's branch share registrars, Computershare Hong Kong Investor Services Limited, located at Rooms 1901-1905, 19th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, together with the power or attorney or other authority (if any) under which it is signed or certified copy of such power of attorney or authority, not later than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
3. Where there are joint holders of any Share, any one of such persons may vote at the SGM 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 the SGM personally or by proxy, 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 of members of the Company in respect of such joint holding.
4. A form of proxy for use in connection with the SGM is enclosed.

*As at the date hereof, the Executive Directors of the Company are Mr. Liu Chi Keung, Ricky, Mr. Chan Sai On, David and Mr. Wong Kwok Ying. The Non-executive Directors are Mr. Hung Hak Hip, Peter, Ms. Hung Chiu Yee and Mr. Lee Pak Wing. The Independent Non-executive Directors 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”.