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HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of Hop Hing Group Holdings Limited (the “**Company**”) will be held at Unit A, 29/F, Admiralty Centre, Tower 1, 18 Harcourt Road, Hong Kong on Monday, 4 June 2012, at 11:00 a.m. for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

- 1 to receive and consider the audited financial statements of the Company and the report of the Directors and the Auditors thereon for the year ended 31 December 2011;
- 2 to re-elect Mr. Hung Hak Hip, Peter as non-executive Director;
- 3 to re-elect Mr. Hung Ming Kei, Marvin as executive Director;
- 4 to re-elect Mr. Sze Tsai To, Robert as independent non-executive Director;
- 5 to re-elect Mr. Lee Pak Wing as non-executive Director;
- 6 to re-elect Ms. Lam Fung Ming, Tammy as executive Director;
- 7 to authorise the Directors to fix the remuneration for Directors; and
- 8 to re-appoint Ernst & Young as auditors of the Company and to authorise the Directors to fix their remuneration.

Yours faithfully,
By Order of the Board
Hop Hing Group Holdings Limited
Wong Kwok Ying
Company Secretary

Hong Kong, 30 April 2012

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:

Clifton House
75 Fort Street
P. O. Box 1350 GT
Grand Cayman
KY1-1108
Cayman Islands

Notes:–

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a Member of the Company.
2. To be valid, a form of proxy and the 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 Company's Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, situated at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for the holding of the meeting.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
4. The transfer books and register of members of the Company will be closed from 1 June 2012 to 4 June 2012, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for attending the Annual General Meeting, all transfers of Shares, accompanied by the relevant share certificates, must be lodged with the Company's Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, situated at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 31 May 2012 for registration.
5. Concerning resolutions 2 to 6 above, the details of the retiring Directors which are proposed for re-election are set out in Appendix I to the Company's circular dated 30 April 2012.
6. As at the date of this notice, the executive directors of the Company are Mr. Hung Ming Kei, Marvin, Mr. Wong Kwok Ying and Ms. Lam Fung Ming, Tammy. The non-executive directors of the Company are Mr. Hung Hak Hip, Peter, Ms. Hung Chiu Yee and Mr. Lee Pak Wing. The independent non-executive directors of the Company are Dr. Hon. Wong Yu Hong, Philip, *GBS*, Mr. Sze Tsai To, Robert, Mr. Cheung Wing Yui, Edward, Mr. Seto Gin Chung, John and Hon. Shek Lai Him, Abraham, *SBS, JP*.