THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your securities in Far East Holdings International Limited, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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(Incorporated in Hong Kong with limited liability)
(Stock Code: 36)

GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES RE-ELECTION OF DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening an annual general meeting of the Shareholders of Far East Holdings International Limited to be held at The Penthouse, Far East Consortium Building, 121 Des Voeux Road Central, Hong Kong on Wednesday, 8 June, 2011 at 3:00 p.m. is set out on pages 11 to 14 of this circular. Whether or not you are able to attend the meeting in person, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for holding the meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting should you wish.

CONTENTS

		Page
DEFINITIO	ONS	1
LETTER F	ROM THE BOARD	
1.	Introduction	3
2.	General Mandate to Repurchase Shares	4
3.	General Mandate to Issue Shares	4
4.	Notice of Annual General Meeting	4
5.	Re-election of Directors	5
6.	Voting by Poll	5
7.	Responsibility Statement	5
8.	Recommendation	5
APPENDIX	I - EXPLANATORY STATEMENT ON THE BUYBACK MANDATE	6
APPENDIX	II - DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED	9
NOTICE O	F ANNUAL GENERAL MEETING	11

DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

"AGM" the annual general meeting of the Company to be held at 3:00

p.m. on Wednesday, 8 June, 2011 at The Penthouse, Far East Consortium Building, 121 Des Voeux Road Central, Hong Kong,

notice of which is set out on pages 11 to 14 of this circular

"Articles of Association" the existing articles of association of the Company

"Board" the board of directors of the Company

"Company" Far East Holdings International Limited, a company incorporated

in Hong Kong with limited liability under the Companies Ordinance, the shares of which are listed on the main board of the

Stock Exchange

"Companies Ordinance" Companies Ordinance (Chapter 32 of Laws of Hong Kong)

"connected person" shall have the meaning as defined in the Listing Rules

"Director(s)" the director(s) of the Company for the time being

"Group" the Company and its Subsidiaries

"Issue Mandate" a general and unconditional mandate to allot, issue, and deal with

Shares up to a maximum of 20% of the issued share capital of the

Company as at the date of passing of the relevant resolution

"Latest Practicable Date" 26 April, 2011, being the latest practicable date prior to the

printing of this circular for ascertaining certain information in this

circular

"Listing Rules" the Rules Governing the Listing of Securities on the Stock

Exchange

"Memorandum and Articles

of Association"

the existing memorandum and articles of association of the

Company

"Model Code" the Model Code on Securities Transactions by Directors adopted

by the Company

"Ordinary Resolution(s)" the ordinary resolution(s) to be proposed and passed at the AGM

for the matters as set out in the AGM Notice

DEFINITIONS

"Repurchase Mandate" a general and unconditional mandate to be granted to the Directors to exercise all powers of the Company to repurchase on the Stock Exchange, or any other stock exchange on which the Shares of the Company may be listed, Shares up to a maximum of 10% of the issued share capital of the Company as at the date of passing of the relevant resolution "SFO" Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong) "Share(s)" an ordinary share of HK\$0.01 in the capital of the Company "Shareholder(s)" the shareholder(s) of the Company "Stock Exchange" The Stock Exchange of Hong Kong Limited "Subsidiary" a company which is for the time being and from time to time a subsidiary of the Company including any body corporate which would be a subsidiary within the meaning of Section 2 of the Companies Ordinance, Chapter 32 of the laws of Hong Kong "Takeovers Code" The Hong Kong Code on Takeovers and Mergers "HK\$" Hong Kong dollar(s), the lawful currency of The Hong Kong Special Administrative Region "%" per cent.

LETTER FROM THE BOARD



(Incorporated in Hong Kong with limited liability)
(Stock Code: 36)

Executive Directors:

Deacon Te Ken Chiu, J.P. (Chairman)

Mr. Duncan Chiu

(Managing Director and Chief Executive Officer)

Mr. Dennis Chiu

Non-executive Directors:

Mr. Derek Chiu

Mr. Desmond Chiu

Independent Non-executive Directors:

Dr. Lee G. Lam

Mr. Eugene Yun Hang Wang Mr. Andrew Chun Wah Fan Registered office:

16th Floor

Far East Consortium Building 121 Des Voeux Road Central

Hong Kong

Head office and Principal Place of Business:

Room 2101-2102, 21st Floor Far East Consortium Building

121 Des Voeux Road Central

Hong Kong

29 April, 2011

To the Shareholders

Dear Sir or Madam,

GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SHARES RE-ELECTION OF DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with information regarding resolutions to be proposed at the AGM to be held on Wednesday, 8 June, 2011. These include (i) Ordinary Resolutions relating to the granting to the Directors general mandates for the issue of the Company's Shares of HK\$0.01 each and the repurchase of its Shares; and (ii) Ordinary Resolutions relating to the re-election of Directors.

LETTER FROM THE BOARD

GENERAL MANDATE TO REPURCHASE SHARES

At the AGM, an ordinary resolution will be proposed that the Directors be granted a new general and unconditional mandate to exercise all powers of the Company to repurchase on the Stock Exchange, or on any other stock exchange on which the Shares of the Company may be listed, Shares up to a maximum of 10% of the issued share capital of the Company as at the date of passing of the relevant resolution.

As at the Latest Practicable Date, there were a total of 302,837,886 Shares in issue. Subject to the passing of the resolution granting the Repurchase Mandate and on the basis that no further Shares are issued or repurchased before the AGM, the Company will be allowed to repurchase a maximum of 30,283,788 Shares.

GENERAL MANDATE TO ISSUE SHARES

An ordinary resolution will also be proposed that the Directors be granted a new general and unconditional mandate to allot, issue, and deal with Shares up to a maximum of 20% of the issued share capital of the Company as at the date of passing of the relevant resolution.

As at the Latest Practicable Date, there was a total of 302,837,886 Shares in issue. Subject to the passing of the resolution granting the Issue Mandate and on the basis that no further Shares are issued or repurchased before the AGM, the Company will be allowed to issue a maximum of 60,567,577 Shares.

In addition, an ordinary resolution will be proposed at the AGM adding any Shares repurchased under the Repurchase Mandate to the Issue Mandate. The Repurchase Mandate and the Issue Mandate will continue in force until the conclusion of the next annual general meeting of the Company unless it is renewed at such meeting or until revoked or varied by ordinary resolutions of the Shareholders in a general meeting held prior to the next AGM of the Company.

An explanatory statement required by the Listing Rules to be sent to the Shareholders in connection with the proposed general mandate to repurchase Shares is set out in Appendix I to this circular. The explanatory statement contains all information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the relevant resolutions at the AGM.

NOTICE OF ANNUAL GENERAL MEETING

Notice of the AGM is set out in this circular. A proxy form for appointing proxy is despatched with this circular and published on the website of the Stock Exchange (www.hkex.com.hk). Whether or not you intend to attend the AGM, you are requested to complete the proxy form and return it to the Company's Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the holding of the AGM or the adjourned meeting. Completion and return of a proxy form will not preclude you from attending and voting at the meeting and at any adjournment thereof if you so wish.

LETTER FROM THE BOARD

RE-ELECTION OF DIRECTORS

As at the Latest Practicable Date, the Board comprises eight Directors, of which three are executive Directors, namely Deacon Te Ken Chiu J.P. (Chairman), Mr. Duncan Chiu and Mr. Dennis Chiu; two are non-executive Directors, namely, Mr. Derek Chiu and Mr. Desmond Chiu; three are independent non-executive Directors, namely Dr. Lee G. Lam, Mr. Eugene Yun Hang Wang and Mr. Andrew Chun Wah Fan.

Pursuant to Articles 79 and 80, Mr. Derek Chiu and Mr. Eugene Yun Hang Wang shall retire from office by rotation at the AGM. They will offer themselves for re-election.

Details of the above Directors that are required to be disclosed under the Listing Rules are set out in Appendix II of this circular.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any votes of the Shareholders at a general meeting must be taken by poll. Therefore, the chairman of the AGM will demand a poll for each and every resolution put forward at the AGM pursuant to Article 57 of the Company. The Company will appoint scrutineers to handle vote-taking procedures at the AGM. The results of the poll will be published on the websites of the Stock Exchange and the Company as soon as possible in accordance with Rule 13.39(5) of the Listing Rules.

RESPONSIBILITY STATEMENT

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

RECOMMENDATION

The Directors consider that the proposed granting of the general mandates to the Directors to issue Shares and to repurchase Shares and the re-election of the Directors are in the best interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of each of the Ordinary Resolutions as set out in the notice of the AGM.

Yours faithfully,
For and on behalf of the Board **Derek Chiu**Director

APPENDIX I EXPLANATORY STATEMENT ON THE BUYBACK MANDATE

This Appendix serves as an explanatory statement, as required by the Listing Rules, to provide certain information to you for your consideration of the Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, there was a total of 302,837,886 Shares in issue.

Subject to the passing of the resolutions granting the Issue Mandate and the Repurchase Mandate and on the basis that no further Shares are issued or repurchased before the AGM, the Company will be allowed to issue a maximum of 60,567,577 Shares and to repurchase a maximum of 30,283,788 Shares, being 20% and 10% respectively of the issued capital of the Company as at the date of passing of the relevant resolutions.

2. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and the Shareholders to seek a general authority from the Shareholders to enable the Company to repurchase its Shares on the Stock Exchange. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value and/or earnings per share of the Company and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

3. FUNDING OF REPURCHASES

Repurchases made pursuant to the Repurchase Mandate would be funded out of funds legally available for the purpose in accordance with the Company's Memorandum and Articles of Association and the Companies Ordinance. Such funds include distributable profits of the Company and/or the proceeds of a new issue of Shares made for the purposes of the repurchase.

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited consolidated accounts contained in the annual report for the year ended 31 December, 2010) in the event that the Repurchase Mandate were to be carried out in full at any time during the proposed repurchase period. However, the Directors will not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital requirements of the Company or the gearing levels of the Company.

APPENDIX I EXPLANATORY STATEMENT ON THE BUYBACK MANDATE

4. SHARE PRICES

The following table shows the highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the twelve months preceding the Latest Practicable Date were as follows:

	Share Prices Per Share	
Month	Highest	Lowest
	HK\$	HK\$
2010		
April	1.040	0.790
May	0.980	0.690
June	1.020	0.800
July	0.990	0.830
August	0.880	0.760
September	0.800	0.770
October (suspended)	_	_
November (suspended)	_	_
December (suspended)	_	_
2011		
January (suspended)	_	_
February (suspended)	_	_
March (suspended)	_	_
April (up to and including the Latest Practicable Date suspended)	_	_

5. UNDERTAKING AND DISCLOSURE OF INTERESTS

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their associates, has any present intention to sell any Shares to the Company, if the Repurchase Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will only exercise the Repurchase Mandate in accordance with the Listing Rules and the Companies Ordinance, and in accordance with the regulations set out in the Memorandum and Articles of Association of the Company.

The Company has not been notified by any connected person that such a person has a present intention to sell, or has undertaken not to sell, any Shares to the Company, if the Repurchase Mandate is approved by the Shareholders.

APPENDIX I EXPLANATORY STATEMENT ON THE BUYBACK MANDATE

6. HONG KONG CODE ON TAKEOVERS AND MERGERS

If, as a result of a repurchase of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Company, Mr. Duncan Chiu holds 61,210,932 Shares representing approximately 20.21% of the issued share capital of the Company, is a substantial shareholder of the Company. In the event that the Repurchase Mandate is exercised, the interest of Mr. Duncan Chiu in the Company would be increased to approximately 22.46% of the issued share capital of the Company and such increase would not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. However, the Directors have no present intention to exercise the Repurchase Mandate to such an extent that would result in the public float of the Shares be less than 25%.

7. SHARE REPURCHASE MADE BY THE COMPANY

The Company had not purchased any of its Shares (whether on the Stock Exchange or otherwise) in the six months immediately preceding the Latest Practicable Date.

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

The following are the particulars of the Directors proposed to be re-elected at the AGM:

NON-EXECUTIVE DIRECTOR

Mr. Derek Chiu, B.A.

Mr. Chiu, aged 45, was appointed as a Director of the Company in 1989. He is also the Managing Director and Chief Executive of Far East Hotels and Entertainment Limited (stock code: 37). Mr. Chiu has extensive experience in the operation of amusement parks and entertainment business. He is the son of Deacon Te Ken Chiu, J.P. and the brother of Messrs. Dennis Chiu, Desmond Chiu and Duncan Chiu.

He is also a member of the Audit Committee and Investment Committee of the Company.

There is no service contract entered into between Mr. Chiu and the Company or any of its subsidiaries. Mr. Chiu was paid HK\$15,000 as director's fee for the year ended 31st December, 2010. Mr. Chiu was not entitled to any discretionary bonus during the year. His annual emolument as Director for the year ending 31st December, 2011 will be determined by the Board according to his duties and responsibilities with the Company and the prevailing market conditions. The term of office of Mr. Chiu is subject to retirement by rotation and re-election at the AGM in accordance with the Articles of Association.

Mr. Derek Chiu's interest in 88,440 shares of the Company as defined under Part XV of the SFO as at the Latest Practicable Date.

Mr. Derek Chiu is Managing Director, Chief Executive and Executive director of Far East Hotels and Entertainment Limited. As far as the Board is aware and save as disclosed above, Mr. Derek Chiu did not hold any directorship in other public listed companies in the last three years or any executive positions with the Company or other members of the Group, nor does he have other relationship with the Directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any matter in relation to the proposed re-election of Mr. Chiu that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders of the Company.

APPENDIX II DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Eugene Yun Hang Wang, MBA

Mr. Wang, aged 37, has been appointed as an Independent Non-executive Director of the Company on 1 December, 2007. He holds a Bachelor of Science in Business Administration from the University of Southern California in the United States and a Master of Business Administration from The Hong Kong University of Science and Technology in Hong Kong. He has over 10 years of experience in audit work, accounting and financial management and is currently the Chief Executive Officer of Sterling Products Limited, a garment and textile manufacturing company.

He is also a member of the Audit Committee, Remuneration Committee and Investment Committee of the Company.

There is no service contract entered into between Mr. Wang and the Company or any of its subsidiaries. Mr. Wang was paid HK\$120,000 as director's fee for the year ended 31st December, 2010. Mr. Wang was not entitled to any discretionary bonus during the year. His annual emolument as Director for the year ending 31st December, 2011 will be determined by the Board according to his duties and responsibilities with the Company and the prevailing market conditions. The term of office of Mr. Wang is subject to retirement by rotation and re-election at the AGM in accordance with the Articles of Association.

Mr. Wang does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company, nor does he have any other interest in the Shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date.

Save as disclosed above, the Board is not aware of any matter in relation to the proposed reelection of Mr. Wang that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders of the Company.



(Incorporated in Hong Kong with limited liability)
(Stock Code: 36)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "AGM") of Far East Holdings International Limited (the "Company") will be held at The Penthouse, Far East Consortium Building, 121 Des Voeux Road Central, Hong Kong on Wednesday, 8 June, 2011 at 3:00 p.m. for the following purposes:

As ordinary business:

- 1. To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and the auditors for the year ended 31 December, 2010;
- 2. To re-elect the following directors of the Company;
 - (a) Mr. Derek Chiu as independent non-executive director; and
 - (b) Mr. Eugene Yun Hang Wang as independent non-executive director.
- 3. To authorize the board of directors to fix the remuneration of the directors;
- 4. To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and to authorize the board of directors to fix their remuneration:

As special business:

To consider and, if thought fit, pass the following resolutions, with or without amendments, as ordinary resolutions:

5. "THAT

(a) subject to paragraph (c) below, the exercise by the directors of the Company (the "Directors") during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of HK\$0.01 each in the capital of the Company and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) 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 Directors during the Relevant Period to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which might require the exercise of such powers after the end of the Relevant Period;
- (c) the aggregate nominal amount of the share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) any Share Option Scheme (as hereinafter defined) of the Company; (iii) the exercise of rights of conversion under the terms of any securities which are convertible into shares of the Company or warrants to subscribe for shares of the Company; or (iv) any scrip dividend or other similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company pursuant to the articles of association of the Company, shall not exceed 20% of the existing issued share capital of the Company as at the date of passing of this resolution and the approval in paragraph (a) of this resolution shall be limited accordingly; and
- (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 any applicable laws to be held;
 - (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; and

"Rights Issue" means an offer of shares open for a period fixed by the Directors to holders of shares of the Company on the register of members on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction, or the requirements of any recognised regulatory body or any stock exchange applicable to the Company); and

"Share Option Scheme" means a share option scheme or similar arrangement for the time being, as varied from time to time, adopted for the grant or issue of shares or rights to acquire shares of the Company."

6. "THAT

- (a) subject to paragraph (b) of this resolution, the exercise by the directors of the Company (the "Directors") during the Relevant Period (as hereinafter defined) of all the powers of the Company to purchase its own shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or on any other stock exchange on which the securities of the Company may be listed and recognised by The Securities and Futures Commission of Hong Kong ("the Securities and Futures Commission") and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the rules and regulations of the Securities and Futures Commission, the Stock Exchange or of other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of shares of the Company to be repurchased by the Company pursuant to the approval in paragraph (a) above shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of this resolution, and the said approval shall be limited accordingly; and
- (c) 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 any applicable laws to be held;
 - (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."
- 7. "THAT conditional upon the passing of resolutions 5 and 6 as set out in the notice convening this Meeting, the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company pursuant to resolution 5 set out in the notice convening this Meeting be and is hereby extended by the addition thereto the aggregate nominal amount of share capital of the Company repurchased by the Company under the authority granted pursuant to resolution 6 set out in the notice convening this AGM provided that such amount shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution."

By order of the Board
Far East Holdings International Limited
Derek Chiu
Director

Hong Kong, 29 April, 2011

Notes:

- (a) A member entitled to attend and vote at the AGM is entitled to appoint one or, under particular case, more proxies to attend and vote on his behalf. A proxy need not be a member of the Company.
- (b) Where there are joint registered holders of any share, any one of such persons may vote at the AGM, 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 is present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company shall, in respect of such share, be entitled alone to vote in respect thereof.
- (c) In order to be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed must be lodged at the Company's Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the holding of the AGM (or the adjourned meeting as the case may be).
- (d) Completion and return of the form of proxy will not preclude a member from attending and voting in person at the AGM, if he so wishes. If such member attends the AGM, his form of proxy will be deemed to have been revoked.
- (e) Concerning Ordinary Resolution No. 2 above, Mr. Derek Chiu and Mr. Eugene Yun Hang Wang will retire by rotation and, being eligible, have offered themselves for re-election at the AGM. Details of the above Directors are set out in Appendix II to the circular dated 29 April 2011.

As at the date of this circular, the Board of the Company comprises eight Directors of which three are executive Directors, namely Deacon Te Ken Chiu, J.P., Mr. Duncan Chiu and Mr. Dennis Chiu; two are non-executive Directors, namely, Mr. Derek Chiu and Mr. Desmond Chiu; three are independent non-executive Directors, namely Dr. Lee G. Lam, Mr. Eugene Yun Hang Wang and Mr. Andrew Chun Wah Fan.