



ASIA ORIENT HOLDINGS LIMITED
(滙漢控股有限公司) *
(incorporated in Bermuda with limited liability)
(Stock Code: 00214)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the shareholders of Asia Orient Holdings Limited (the “**Company**”) will be held at Basement 2, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong on 27 August, 2004 (Friday) at 11:00 a.m. (or immediately following the annual general meeting of the Company to be held at 10:45 a.m. on the same day) for the purpose of considering and, if thought fit, passing the following Resolution as an Ordinary Resolution :

“**THAT** conditional upon (a) the shareholders of Asia Standard International Group Limited (“**Asia Standard**”), a subsidiary of the Company, approving at a general meeting the adoption of a new share option scheme referred to in the circular dispatched to the shareholders of the Company on the same day as the notice convening this meeting (the “**AS Scheme**”), and subject to such amendments to the AS Scheme as The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) may request; and (b) the Stock Exchange granting the approval for the listing of, and permission to deal in, the new shares of Asia Standard which may be issued upon the exercise of share options to be granted under the AS Scheme, the AS Scheme be and is hereby approved for adoption by Asia Standard as a new share option scheme of Asia Standard and that the Board of Directors of the Company be and is hereby authorized to do all such acts and to enter into all such transactions and arrangements as may be necessary or expedient in order to give full effect to the AS Scheme, notwithstanding that they or any of them may be interested in the same.”

By Order of the Board
Chiu Yuk Ching
Secretary

Hong Kong, 11 August 2004

Registered Office:–
Canon's Court, 22 Victoria Street
Hamilton HM12, Bermuda

Principal Office in Hong Kong:–
30th Floor, Asia Orient Tower, Town Place
33 Lockhart Road, Wanchai, Hong Kong

Notes:

1. Every member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. A form of proxy for use at the above meeting is enclosed herewith.
3. Where there are joint holders of any shares of the Company, any one of such persons may vote at the meeting, personally or by proxy or by a duly authorized corporate representative (as defined in the Bye-Laws of the Company), in respect of such shares as if he was solely entitled thereto provided that if more than one of such joint holders be present at the meeting personally or by proxy or by a duly authorized corporate representative, the person whose name stands first on the register of members in respect of such shares shall alone be entitled to vote in respect thereof.
4. To be valid, a form of proxy, together with 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 principal office in Hong Kong at 30th Floor, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting (or any adjournment thereof).
5. Members are recommended to read the circular of the Company containing information concerning the Resolution proposed in this notice.

As at the date hereof, the board of Directors of the Company comprises Mr. Fung Siu To, Clement, Mr. Lim Yin Cheng, Mr. Poon Jing, Mr. Lun Pui Kan and Mr. Kwan Po Lam, Phileas as executive Directors, and Mr. Chan Sze Hung and Mr. Cheung Kwok Wah, Ken as independent non-executive Directors.

** For identification purpose only*