



king fook holdings limited 景福集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 280)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the abovementioned company (the “Company”) will be held at Miramar Ballroom, Hotel Miramar Penthouse, 130 Nathan Road, Kowloon, Hong Kong on 16th June, 2006 at 2:30 p.m. for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) King Fook Jewellery Group Limited or any wholly owned subsidiary of the Company be and is hereby authorised to enter into a tenancy agreement with Contender Limited (the “Landlord”) relating to shop units G1-2 and G1A on Ground Floor and shop units AR201-02 and AR217 on 1st Floor, Hotel Miramar Shopping Arcade, 118-130 Nathan Road, Tsimshatsui, Kowloon for a term of up to three years from 16th July, 2006 at the prevailing market rent not exceeding that valued by an independent valuer appointed by the Company;
- (b) Top Angel Limited or any wholly owned subsidiary of the Company be and is hereby authorised to enter into a tenancy agreement with the Landlord relating to shops 2B1 and 2B2 on 2nd Basement Level, Hotel Miramar Shopping Arcade, 118-130 Nathan Road, Tsimshatsui, Kowloon for a term from the date of delivery of vacant possession of such property by the Landlord up to the expiry date of the tenancy agreement in respect of shops 1B1 and 1B2 on 1st Basement Level, Hotel Miramar Shopping Arcade, 118-130 Nathan Road, Tsimshatsui, Kowloon between Top Angel Limited and the Landlord, at the prevailing market rent not exceeding that valued by an independent valuer appointed by the Company; and
- (c) Top Angel Limited or any wholly owned subsidiary of the Company be and is hereby authorised to enter into a license agreement with the Landlord relating to advertising signboards C1 and C2 at the external wall of Hotel Miramar, 118-130 Nathan Road, Tsimshatsui, Kowloon for a term of three years from the date of delivery of vacant possession of such advertising signboards by the Landlord,

and on such other terms and conditions as may be approved by the directors of the Company, and the respective caps of these transactions set out in the section headed “The Tenancies Proposal and the License Proposal” in the letter from the board of directors of the Company contained in a circular of the Company dated 30th May, 2006 (a copy of which is tabled at the meeting and signed by the Chairman for the purpose of identification) be and are hereby approved, and the directors of the Company be and are hereby authorised to implement the same.”

2. “**THAT** the disposal of up to 1,874,000 shares of \$1 each of Hong Kong Exchanges and Clearing Limited owned by King Fook Securities Company Limited, a wholly owned subsidiary of the Company, to purchasers (who and whose ultimate beneficial owners are independent and not connected with the Company, any directors, chief executive officers or substantial shareholders of the Company or any of its

subsidiaries or their respective associates) at prevailing market prices on-market through The Stock Exchange of Hong Kong Limited within a period of one year from the date on which this resolution is passed and on such terms and conditions as may be determined by the directors of the Company from time to time be and is hereby approved and the directors of the Company be and are hereby authorised to implement the same.’’

By Order of the Board
Cheung Kit Man, Melina
Company Secretary

Hong Kong, 30th May, 2006

Registered office:

9th Floor
King Fook Building
30-32 Des Voeux Road Central
Hong Kong

Notes:

1. A member entitled to attend and vote at the meeting convened by the above notice (the ‘‘Meeting’’) is entitled to appoint not more than two proxies (except a member who is a clearing house or its nominee may appoint more than two proxies) to attend and vote in his stead. A proxy need not be a member of the Company.
2. A form of proxy for the Meeting is enclosed. In order to be valid, the form of proxy must be deposited at the Company’s registered office together with a 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, not less than 48 hours before the time for holding the Meeting or adjourned meeting.

As at the date of this announcement, the executive directors of the Company are Mr. Yeung Ping Leung, Howard, Mr. Tang Yat Sun, Richard, Mr. Cheng Ka On, Dominic, Mr. Yeung Bing Kwong, Kenneth and Ms. Fung Chung Yee, Caroline, the non-executive directors are Dr. Sin Wai Kin, Mr. Wong Wei Ping, Martin and Mr. Ho Hau Hay, Hamilton and the independent non-executive directors are Mr. Lau To Yee, Mr. Cheng Kar Shing, Peter and Mr. Chan Chak Cheung, William.