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C C Land Holdings Limited

中渝置地控股有限公司

(Incorporated in Bermuda with limited liability)

Website: www.ccland.com.hk

(Stock Code: 1224)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of C C Land Holdings Limited (the “Company”) will be held at 7th Floor, China United Centre, 28 Marble Road, North Point, Hong Kong on Friday, 23 March 2012 at 4:30 p.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without amendments, as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT** the conditional sale and purchase agreement dated 1 February 2012 (the “Agreement”) entered into between Mighty Gain Enterprises Limited (a wholly-owned subsidiary of the Company) as vendor and Ms. Chau Tin Ping and Mr. Wang Zhe as purchasers in respect of the sale and purchase of the entire issued share capital of Ensure Success Holdings Limited for an aggregate consideration of HK\$20,000,000 on and subject to the terms and conditions contained therein, a copy of the Agreement having been produced to this meeting and marked “A” and initialled by the chairman of this meeting for identification purposes, be and is hereby approved, confirmed and ratified and the performance of the transactions contemplated thereunder be and is hereby approved and that the directors of the Company be and are hereby authorised for and on behalf of the Company to sign, execute and deliver any agreements, deeds, instruments and any other documents, under hand or under seal, and to do and take all actions and arrangements as they may deem necessary, desirable or appropriate to give effect to the Agreement and the transactions contemplated thereunder.”

By the order of the Board of
C C Land Holdings Limited

Lam How Mun Peter

Deputy Chairman & Managing Director

Hong Kong, 2 March 2012

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

*Head office and principal place
of business in Hong Kong:*
7th Floor
China United Centre
28 Marble Road
North Point
Hong Kong

Notes:

1. Any member entitled to attend and vote at the meeting is entitled to appoint another person as his proxy to attend and vote instead of him/her. A member who is the holder of two or more shares of the Company may appoint one or more proxies to attend and vote instead of him/her.
2. The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under its seal or the hand of an officer, attorney or other person duly authorised.
3. The form of proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy thereof must be lodged at the Company's branch share registrar of the Company in Hong Kong, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof (as the case may be) and in default the proxy shall not be treated as valid. Completion and return of the form of proxy shall not preclude members from attending and voting in person at the meeting or at any adjournment thereof (as the case may be) should they so wish.
4. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, the vote of that one of the said persons so present whose name stands first on the register of members in respect of such share shall be accepted to the exclusion of the votes of the other joint holders.
5. As at the date hereof, the executive directors of the Company are Mr. Cheung Chung Kiu, Dr. Lam How Mun Peter, Mr. Tsang Wai Choi, Mr. Lam Hiu Lo, Mr. Leung Chun Cheong, Mr. Leung Wai Fai, Ms. Poon Ho Yee Agnes and Mr. Wu Hong Cho; the non-executive director is Mr. Wong Yat Fai and the independent non-executive directors are Mr. Lam Kin Fung Jeffrey, Mr. Leung Yu Ming Steven and Dr. Wong Lung Tak Patrick.