



FAR EAST PHARMACEUTICAL TECHNOLOGY COMPANY LIMITED
遠東生物制藥科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 399)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Far East Pharmaceutical Technology Company Limited (the “**Company**”) will be held at Conference Room, Hong Kong General Chamber of Commerce, 22/F., United Centre, 99 Queensway, Admiralty, Hong Kong on Thursday, 18 December 2008 at 3:30 p.m. for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

1. To receive and consider the audited financial statements and the reports of the directors of the Company (the “**Directors**”) and auditors for the financial year ended 30 June 2008;
2. To re-elect the following persons as Directors:–
 - (a) Mr. Shen Xiao-dong;
 - (b) Mr. Jiang Jian;
 - (c) Mr. Tai Kai Hing; and
 - (d) Mr. Chung Wai Man;
3. To authorize the board of directors of the Company (the “**Board**”) to fix the remuneration of the Directors;
4. To appoint auditors of the Company and authorize the Board to fix their remuneration;
5. As special business to consider and, if thought fit, to pass with or without amendments, the following resolutions as ordinary resolutions:–

“THAT:–

- a) subject to paragraph (c) below and pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with any additional shares of the Company, and to make or grant offers, agreements and options (including but not limited to warrants, bonds and debentures convertible into

shares of the Company) which would or might require the exercise of such power, subject to and in accordance with applicable laws, be and is hereby generally and unconditionally approved;

- b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including but not limited to warrants, bonds and debentures convertible into shares of the Company) which might require the exercise of such powers during or after the end of the Relevant Period;
- c) the aggregate nominal amount of the share capital of the Company allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as defined below); or (ii) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company, or any securities which are convertible into shares of the Company; or (iii) an issue of shares upon the exercise of options which may be granted under any share option scheme or under any option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries or any other person of shares or rights to acquire shares of the Company; or (iv) any scrip dividend scheme or similar arrangements providing for the allotment and issue of shares in lieu of the whole or a part of a dividend on shares of the Company in accordance with the memorandum and articles of association of the Company from time to time, shall not exceed 20% of the aggregate nominal value of the share capital of the Company in issue at the date of the passing of this resolution and the approval in paragraph (a) 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 applicable laws of the Cayman Islands or the memorandum and articles of association of the Company to be held; or
- 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.

“Rights Issue” for the purpose of this resolution, means an offer of shares of the Company (“Shares”) open for a period fixed by the Directors made to the holders of the Shares on the register of members of the Company 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, or the requirements of any recognised regulatory body or any stock exchange in, or in any territory outside, Hong Kong).”

By Order of the Board
Far East Pharmaceutical Technology Company Limited
Tai Kai Hing
Director

Hong Kong, 24 November 2008

Notes:

1. A member entitled to attend and vote at the meeting convened by the notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. To be valid, a form of proxy, together with the power of attorney or other authority, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited, at 26/F, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, at least 48 hours before the time fixed for holding the meeting or any adjournment thereof.
3. Members are recommended to read the circular of the Company containing information concerning the Resolutions proposed in this notice.

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Tai Kai Hing, Ms. Choi Suk Ching, Mr. Shen Xiao-dong, and Mr. Jiang Jian, and three independent non-executive Directors, namely Mr. Chiu Koon Shou, Victor, Mr. Chung Wai Man and Dr. Leung Wai Cheung.