



GOLIFE CONCEPTS HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8172)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“Meeting”) of Golife Concepts Holdings Limited (“Company”) will be held at 10:00 a.m., on 12 March 2008 at 22/F., Wyndham Place, 40-44 Wyndham Street, Central, Hong Kong for the purpose of considering and, if thought fit, passing/with or without modifying the following resolution which will be proposed as Ordinary Resolution of the Company:

ORDINARY RESOLUTION

“**THAT** subject to and conditional upon the obligations of CIMB-GK Securities (HK) Limited, Chung Chiu Limited and Grand Ming Securities Limited (together, the “Underwriters”) under the underwriting agreement dated 4 February 2008 (the “Underwriting Agreement”) between the Company and the Underwriters (a copy of the Underwriting Agreement has been tabled at the Meeting and marked “A” and initialed by the chairman of the meeting for the purpose of identification) becoming unconditional:

- (i) the terms of the Underwriting Agreement be and are hereby confirmed and approved;
- (ii) the issue by way of rights of not less than 997,601,190 and not more than 999,977,190 new Shares (the “Right Shares”) of HK\$0.01 each in the share capital of the Company (the “Shares”) pursuant to an offer by way of rights to holders of Shares in the Company (the “Shareholder”) at the subscription price of HK\$0.057 per Rights Share (the “Right Issue”) in the proportion of 4 Right Shares for every 5 existing Shares held by the Shareholders whose names appear on the register of members of the Company on 12 March 2008 (the “Record Date”) other than those Shareholders whose addresses as shown on the register of members of the Company are outside Hong Kong on the Record Date and whom the directors of the Company (the “Directors”), after making relevant enquiry, consider their exclusion from the Rights Issue to be necessary or expedient on account either of the legal restrictions under the laws of the relevant place or the requirements of the relevant regulatory body or stock exchange in that place, on and subject to the terms and conditions set out in the circular to the Shareholders dated 25 February 2008 (the “Circular”) and on such other terms and conditions as may be determined by the Directors be and is hereby approved; and

(iii) the Directors be and are hereby authorized to issue and allot the Rights Shares on terms as set out in the Circular and to do all such acts and things, to sign and execute all such further documents and to take such steps as the Directors may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Rights Issue and the Underwriting Agreement or any of the transactions contemplated thereunder.”

By order of the Board
Golife Concepts Holdings Limited
Lo Mun Lam, Raymond
Executive Director

Hong Kong, 25 February 2008

Principal place of business and head office in Hong Kong:
Suite A, 15/F., Wyndham place,
40-44 Wyndham Street,
Central, Hong Kong

Notes:

1. The ordinary resolutions to be considered at the extraordinary general meeting will be decided by a poll. On voting by poll, each member shall have one vote for each share hold in the Company.
2. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
3. A form of proxy for use at the extraordinary general meeting is enclosed herewith.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney, duly authorized in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
5. To be valid, the instrument appointing a proxy and (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Company’s share registrar, Computershare Hong Kong Investor Services Limited, at 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no less than 48 hours before the time for holding the extraordinary general meeting.
6. Delivery of an instrument appointing a proxy will not preclude a member from attending and voting in person at the meeting if the member so desires and in such event, the instrument appointing the proxy shall be deemed to be revoked.

7. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto to if more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

As at the date of this announcement, the board of directors of the Company comprises three executive directors, namely Mr. LO Mun Lam, Raymond, Ms. GOUW San Bo Elizabeth and Mr. Richard YEN; two non-executive directors, namely Mr. Duncan CHIU and Ms. YU Wai Yin, Vicky; and three independent non-executive directors, namely Mr. LUM Pak Sum, Mr. SUM Chun Ho and Mr. WAN Kwok Pan.

This announcement will be published on the GEM website on the “Latest Company Announcement” page for at least 7 days from the date of publication and on the Company’s website www.golife.com.hk.