

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Fulbond Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 1041)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**SGM**”) of Fulbond Holdings Limited (the “**Company**”) will be held at Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Monday, 18th January 2010 at 11:00 a.m. or any adjournment(s) thereof, for the purpose of considering and, if thought fit, passing with or without modification, the following resolution as ordinary resolution of the Company:

ORDINARY RESOLUTION

1. “**THAT:**

- (a) the sale and purchase deed dated 4th December 2009 entered into between (i) Fulbond Investments Limited, a wholly-owned subsidiary of the Company, as vendor (the “**Vendor**”), (ii) the Company, (iii) Sincerity Shine Holdings Limited as purchaser (the “**Purchaser**”) and (iv) Li Geng as the Purchaser’s guarantor in relation to the sale and purchase of 10,000 ordinary shares of US\$1.00 each in the share capital of Prowealth Holdings Group Limited for a consideration of HK\$165,000,000.00 (the “**Sale and Purchase Deed**”, a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder including but not limited to the entering into of the share charge in such form and substance as attached in a schedule to the Sale and Purchase Deed be and are hereby approved, confirmed and ratified; and

(b) any one director of the Company be and is hereby authorised for and on behalf of the Company to execute all such documents, instruments, agreements and deeds and do all such acts, matters and things as he may in his absolute discretion consider necessary, desirable or expedient for the purposes of or in connection to implementing, completing and giving effect to the Sale and Purchase Deed and the transactions contemplated thereunder and to agree to such variations of the terms of the Sale and Purchase Deed as he may in his absolute discretion consider necessary or desirable.”

By Order of the Board
Fulbond Holdings Limited
Zhang Xi
Chairman

Hong Kong, 24th December 2009

*Head Office and principal place of
business in Hong Kong:*

Unit 2807, 28/F.,
The Center
99 Queen’s Road Central
Central
Hong Kong

Registered office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Notes:

1. A member of the Company entitled to attend and vote at the SGM convened by the notice of SGM is entitled to appoint one proxy or more proxies to attend and, on a poll, vote instead of him at the SGM. A proxy need not be a member of the Company.
2. To be valid, a form of proxy 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 must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof.
3. In the case of joint holders of any Share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one of such joint holders are present at the meeting personally or by proxy, then one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof.
4. Completion and return of the form of proxy will not preclude you from attending and voting at the SGM in person should you so wish.

As at the date of this notice, the board of directors of the Company comprises six executive directors, namely Mr. Zhang Xi, Ms. Catherine Chen, Mr. Yeung Kwok Yu, Mr. Lee Sun Man, Mr. Kwan Kam Hung, Jimmy and Mr. Wah Wang Kei, Jackie; and four independent non-executive directors, namely Mr. Hong Po Kui, Martin, Mr. Yu Pan, Ms. Ma Yin Fan and Mr. Leung Hoi Ying.