

STELUX Holdings International Limited

寶光實業(國際)有限公司*

website: <http://www.irasia.com/listco/hk/stelux>
(Incorporated in Bermuda with limited liability)

(Stock Code: 84)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE is HEREBY GIVEN that the Special General Meeting of the Shareholders will be held at 5th Floor, Stelux House, 698 Prince Edward Road East, San Po Kong, Kowloon, Hong Kong at 11:00 a.m. on 22 September 2005 for the purpose of considering, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:-

ORDINARY RESOLUTION

“THAT

- (a) the Agreement (as defined in the circular to shareholders of the Company dated 31 August 2005 (the “**Circular**”) and a copy of which has been produced to this meeting marked “A” and signed by the Chairman of this meeting for the purpose of identification) and the transactions respectively contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the Mengiwa Agreement (as defined in the Circular and a copy of which has been produced to this meeting marked “B” and signed by the Chairman of this meeting for the purpose of identification), and subject to completion of the Agreement, the continuing connected transactions of the Company contemplated thereunder be and are hereby approved, confirmed and ratified;
- (c) the TSCL Agreement (as defined in the Circular and a copy of which has been produced to this meeting marked “C” and signed by the Chairman of this meeting for the purpose of identification), and subject to completion of the Agreement, the continuing connected transactions of the Company contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (d) any one of the directors of the Company (“**Director(s)**”) be and is hereby authorised to do all such further acts and things and execute such further documents and take all steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the Agreement, Mengiwa Agreement, TSCL Agreement and the continuing connected transactions of the Company which arise following completion of the Agreement, and the transactions respectively contemplated thereunder with any changes as such Director may consider necessary, desirable or expedient.”

By Order of the Board
Caroline Chong
Company Secretary

Hong Kong, 31 August 2005

Notes:

- (1) Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. All proxies must be deposited at the Company’s Hong Kong registrar Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for the holding of the meeting, or adjourned meeting or the taking of the poll, as the case may be.
- (2) Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.
- (3) Where there are joint holders of any shares, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.

The Directors of the Company as at the date of this Circular are as follows:-

Executive Directors:-

Wong Chong Po (*Chairman*), Chumphol Kanjanapas (*alias Joseph C.C. Wong*) (*Vice Chairman and Chief Executive Officer*), Anthony Chu Kai Wah, Stan Lee Shu Chung and Wong Yuk Woon

Non-Executive Directors:-

Sakorn Kanjanapas, Kwong Yiu Chung (*independent*) and Wu Chun Sang (*independent*)

* For identification purpose only

*Please also refer to the published version of this announcement in
The Standard.*