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**EYANG HOLDINGS (GROUP) CO., LIMITED**

**宇陽控股（集團）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 117)**

## **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of EYANG Holdings (Group) Co., Limited (the “**Company**”) will be held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Wednesday, 14 October 2009 at 11:00 a.m. for the purpose of considering, and if thought fit, passing, with or without modifications, the following resolution as ordinary resolution of the Company:

### **ORDINARY RESOLUTION**

**“THAT**

- (a) the sale and purchase agreement dated 4 September 2009 (the “**Agreement**”, a copy of which is produced to the meeting marked “A” and initialed by the chairman of the meeting for the purpose of identification) entered into between 深圳市宇陽科技發展有限公司 (Eyang Technology Development Co., Ltd\*), an indirect wholly-owned subsidiary of the Company, (the “**Vendor**”) as vendor and 深圳市偉創投資有限公司 (Shenzhen Weichuang Investment Co., Ltd.\*) (the “**Purchaser**”) as purchaser whereby the Vendor conditionally agreed to sell and the Purchaser conditionally agreed to acquire the entire equity interest in 深圳市億通科技發展有限公司 (Eycom Technology Co., Ltd\*) upon the terms and subject to the conditions therein contained and all transactions contemplated under or referred to in the Agreement and any other agreements or documents in connection therewith be and is hereby approved, confirmed and/or ratified; and

- (b) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorized for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he or they may in his or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the Agreement and the transactions contemplated thereunder and all matters incidental to, ancillary to or in connection with the Agreement and/or any further agreement or document as mentioned in paragraph (a) above and/or the transactions contemplated therein.”

By order of the Board  
**EYANG Holdings (Group) Co., Limited**  
**Chen Weirong**  
*Chairman*

Hong Kong, 25 September 2009

*Registered office:*

Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman  
KY1-1111  
Cayman Islands

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

8th Floor  
Tien Chu Commercial Building  
173-174 Gloucester Road  
Wanchai  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the extraordinary general meeting (the “EGM”) convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, vote in his stead. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the office of the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Room 1806-1807, 18/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting.
3. The register of members of the Company will be closed from Monday, 12 October 2009 to Wednesday, 14 October 2009 (both days inclusive), during which period no transfer of shares in the Company was effected. In order to qualify for attending the EGM, all transfers, accompanied by the relevant share certificates, have to be lodged with the Hong Kong branch registrars of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 9 October 2009.

4. A form of proxy for use at the EGM is enclosed with the circular to the shareholders.
5. In the case of a joint holding, the form of proxy may be signed by any joint holder, but if more than one joint holder is present at the EGM, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
6. Completion and return of the form of proxy will not preclude a shareholder from attending and voting in person at the EGM. If such shareholder attends the EGM, his form of proxy will be deemed to have been revoked.
7. The ordinary resolution as set out above will be determined by way of a poll.
8. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English language version shall prevail.

*As at the date of this announcement, the Board comprises Mr. Chen Weirong, Ms. Shuang Mei and Mr. Liao Jie as Executive Directors, Mr. Cheng Wusheng, Mr. Li Heqiu, Mr. Zhang Zhilin and Mr. Chen Hao as Non-executive Directors and Mr. Pan Wei, Mr. Liu Huanbin and Mr. Chu Kin Wang, Peleus as Independent Non-executive Directors.*

*This announcement is published on the websites of the Company ([www.szeyang.com](http://www.szeyang.com)) and the Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)).*

*\* For identification purpose only*