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Kosmopolito Hotels International Limited

麗悦酒店集團有限公司

(Incorporated in the Cayman Islands with limited liability)

Website: <http://www.kosmohotels.com>

(Stock Code: 2266)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Kosmopolito Hotels International Limited (the “Company”) will be held at Xinhua Room, Mezzanine Floor, Cosmopolitan Hotel, 387-397 Queen’s Road East, Wan Chai, Hong Kong on Monday, 31 October 2011 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution which will be proposed (with or without amendment) as an ordinary resolution:-

ORDINARY RESOLUTION

“THAT

- (a) the joint venture agreement dated 11 October 2011 entered into between Subang Jaya Hotel Development Sdn Bhd and Mayland Valiant Sdn Bhd (a copy of which has been produced to this meeting and signed by the Chairman of the meeting for the purposes of identification) and the transactions contemplated thereunder be and are hereby approved; and
- (b) the directors of the Company be and are hereby authorised, for and on behalf of the Company, to do all things and acts and to sign and execute all documents, instruments or agreements which they may, in their absolute discretion, consider necessary, desirable or expedient for the purposes of implementing the joint venture agreement and/or in connection therewith.”

By order of the Board
Kosmopolito Hotels International Limited
MOK, Kwai Pui Bill
President and Executive Director

Hong Kong, 14 October 2011

Notes:

1. For the purpose of determining the entitlement of the shareholders of the Company to attend the extraordinary general meeting to be held on 31 October 2011, the register of members of the Company will be closed from 28 October 2011 to 31 October 2011, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the right to attend and vote at the extraordinary general meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited (the "Branch Registrar") at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on 27 October 2011.
2. A shareholder entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the meeting. A proxy need not be a member of the Company but must be present in person to represent him.
3. To be valid, the 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 such power or authority must be deposited at the offices of the Branch Registrar at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wan Chai, Hong Kong no later than 48 hours before the time of the meeting or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude a shareholder from attending and voting in person at the meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. In the case of joint registered holders of a share in the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto or if more than one of such joint holders are present at the 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 of the joint holders stand on the register of members of the Company in respect of the joint holding.
6. All resolutions will be voted by way of poll.

As at the date of this notice, the executive directors of the Company are Mr. MOK Kwai Pui Bill, Mr. CHU Chee Seng, Mr. LAI Wai Keung and Ms. CHIU Wing Kwan Winnie; the non-executive Directors are Tan Sri Dato' CHIU David, Mr. HOONG Cheong Thard and Mr. CHAN Chi Hing; the independent non-executive Directors are Mr. SHEK Lai Him Abraham, Mr. TO Peter and Dr. LIU Ngai Wing.

This notice was originally prepared in English and was subsequently translated into Chinese. In the event of any inconsistency between the two texts, the English text of this notice shall prevail over the Chinese text.