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Maoye International Holdings Limited

茂業國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 848)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the shareholders of Maoye International Holdings Limited (the “Company”) will be held at Victoria IV, 2/F, Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong on Wednesday, 9 December 2009 at 10:00 am for the purpose of considering and, if thought fit, passing, with or without modification, the following resolution as an Ordinary Resolution (Terms defined in the Company’s Circular dated 23 November 2009 shall have the same meaning when used herein):

ORDINARY RESOLUTION

“**THAT** the Acquisition, the Financial Assistance, the Equity Transfer Agreement (a copy of which, marked “A”, has been initialled by the Chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved.”

By Order of the Board
Maoye International Holdings Limited
Huang Mao Ru
Chairman

Hong Kong, 23 November 2009

Registered Office:
Scotia Centre, 4th Floor, P.O. Box 2804,
George Town, Grand Cayman,
KY1-1112,
Cayman Islands

Notes:

- (a) Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more shares of the Company may appoint more than one proxy to represent him to attend and vote on his behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

- (b) To be effective, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the form of proxy shall be deemed to be revoked.

As at the date of this announcement, the executive Directors are Mr. Huang Mao Ru, Mr. Wang Guisheng and Ms. Wang Fuqin. The non-executive Directors are Mr. Zhong Pengyi and Mrs. Huang Jingzhang. The independent non-executive Directors are Mr. Chow Chan Lum, Mr Pao Ping Wing and Mr. Leung Hon Chuen.