
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Tian An China Investments Company Limited, you should at once hand this supplemental circular and the accompanying new form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

**SUPPLEMENTAL CIRCULAR
TO
THE CIRCULAR TO THE SHAREHOLDERS DATED 12TH APRIL, 2010
IN RESPECT OF FURTHER INFORMATION RELATING TO
THE RE-ELECTION OF DIRECTORS
AND
REVISED NOTICE OF ANNUAL GENERAL MEETING**

This supplemental circular should be read together with a circular to Shareholders dated 12th April, 2010.

A revised notice convening the annual general meeting of Tian An China Investments Company Limited (“Company”) to be held at Plaza 4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Thursday, 20th May, 2010 at 10:00 a.m. is set out on pages 7 to 11 of this supplemental circular. Whether or not you are able to attend the meeting, you are requested to complete the accompanying new form of proxy in accordance with the instructions printed thereon and return the same to the Company’s share registrar, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of the new form of proxy will not preclude the Shareholders from attending and voting in person at the meeting or any adjournment thereof if they so wish.

19th April, 2010

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DEFINITIONS

In this supplemental circular (other than in the revised notice of AGM), unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	annual general meeting of the Company to be held at Plaza 4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Thursday, 20th May, 2010 at 10:00 a.m. or any adjournment thereof
“Articles”	articles of association of the Company
“Board”	board of Directors
“Circular”	circular of the Company dated 12th April, 2010
“Closing Time”	48 hours before the time appointed for holding the AGM or any adjournment thereof
“Company”	Tian An China Investments Company Limited, a company incorporated in Hong Kong with limited liability, with its shares listed on the Main Board of the Stock Exchange
“Director(s)”	director(s) of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	16th April, 2010, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information contained herein
“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of nominal value of HK\$0.20 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“2009 Annual Report”	annual report of the Company for the year ended 31st December, 2009
“%”	per cent.

LETTER FROM THE BOARD



天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

Executive Directors:

Hu Aimin (*Deputy Chairman*)
Song Zengbin (*Deputy Chairman*)
Patrick Lee Seng Wei (*Managing Director*)
Ng Qing Hai (*Deputy Managing Director*)
Ma Sun (*Deputy Managing Director*)
Edwin Lo King Yau
Tao Tsan Sang

Registered Office:

22nd Floor
Allied Kajima Building
138 Gloucester Road
Wanchai
Hong Kong

Non-Executive Directors:

Lee Seng Hui (*Chairman*)
Moses Cheng Mo Chi

Independent Non-Executive Directors:

Francis J. Chang Chu Fai
Jin Hui Zhi
Ngai Wah Sang
Lisa Yang Lai Sum

19th April, 2010

To the Shareholders

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR
TO
THE CIRCULAR TO THE SHAREHOLDERS DATED 12TH APRIL, 2010
IN RESPECT OF FURTHER INFORMATION RELATING TO
THE RE-ELECTION OF DIRECTORS
AND
REVISED NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

This supplemental circular should be read together with the Circular, which contains, among other things, information of the re-election of the Directors at the AGM. In particular, Shareholder's attention is drawn to the section under the heading "Re-election of Directors" on page 4 of the Circular and Appendix I to the Circular. The purpose of this supplemental circular is to give you further information relating to the re-election of Directors at the AGM.

LETTER FROM THE BOARD

RE-ELECTION OF DIRECTORS

Subsequent to the despatch of the Circular, the Board has accepted the resignation of Mr. Xu Su Jing as an Independent Non-Executive Director, and has appointed Mr. Hu Aimin as an additional Deputy Chairman and an Executive Director and Mr. Jin Hui Zhi as an Independent Non-Executive Director, the details of which are contained in an announcement of the Company dated 16th April, 2010.

The Board now consists of thirteen Directors, namely, Mr. Lee Seng Hui, Mr. Hu Aimin, Mr. Song Zengbin, Mr. Patrick Lee Seng Wei, Mr. Ng Qing Hai, Mr. Ma Sun, Mr. Edwin Lo King Yau, Mr. Tao Tsan Sang, Dr. Moses Cheng Mo Chi, Mr. Francis J. Chang Chu Fai, Mr. Jin Hui Zhi, Mr. Ngai Wah Sang and Ms. Lisa Yang Lai Sum.

As mentioned in the Circular, pursuant to Article 96 of the Articles, the Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board. Any Director so appointed shall hold office only until the next following general meeting of the Company (in the case of filling a casual vacancy) or until the next following annual general meeting of the Company (in the case of an addition to the Board), and shall then be eligible for re-election.

Accordingly, Mr. Hu Aimin and Mr. Jin Hui Zhi, together with Mr. Tao Tsan Sang, all being Directors appointed by the Board after the Company's last annual general meeting held on 22nd May, 2009, shall hold office only until the AGM pursuant to Article 96 of the Articles and, being eligible, offer themselves for re-election as Directors. Brief biographical details of Mr. Hu Aimin and Mr. Jin Hui Zhi are set out in the Appendix to this supplemental circular.

Including Mr. Hu Aimin and Mr. Jin Hui Zhi, there are seven candidates standing for re-election as Directors at AGM. Brief biographical details of the other five candidates are set out in Appendix I to the Circular. Shareholders are advised to read this supplemental circular together with the Circular for information of the retiring Directors.

REVISED NOTICE OF AGM AND SECOND PROXY FORM

Since both (i) the notice of the AGM to be held at Plaza 4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Thursday, 20th May, 2010 at 10:00 a.m. as set out on pages 15 to 19 of the Circular; and (ii) the form of proxy ("First Proxy Form") sent together with the Circular and the 2009 Annual Report do not contain the proposed resolutions for re-election of Mr. Hu Aimin and Mr. Jin Hui Zhi as Directors, a revised notice of AGM has been set out on pages 7 to 11 of this supplemental circular, and a new form of proxy ("Second Proxy Form") has been prepared and is enclosed with this supplemental circular.

Whether or not you are able to attend the AGM, you are requested to complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and return the same to the Company's share registrar (with address shown on the cover page of this supplemental circular) as soon as possible and in any event not less than the Closing Time. Special arrangements about the completion and submission of the Second Proxy Form are also set out in the Appendix to this supplemental circular. Shareholders who have appointed or intend to appoint proxies to attend the AGM are requested to pay particular attention to the special arrangements set out therein.

LETTER FROM THE BOARD

RECOMMENDATION

The Directors consider that the proposed ordinary resolutions for approval of the re-election of Mr. Hu Aimin and Mr. Jin Hui Zhi as Directors are in the best interests of the Company and the Shareholders taken as a whole, and accordingly, recommend all Shareholders to vote in favour of the resolutions in respect thereof to be proposed at the AGM.

GENERAL INFORMATION

Your attention is drawn to (i) the additional information set out in the Appendix to this supplemental circular; and (ii) the Circular. The English text of this supplemental circular shall prevail over the Chinese text.

Yours faithfully,
For and on behalf of the Board
Tian An China Investments Company Limited
Edwin Lo King Yau
Executive Director

APPENDIX ADDITIONAL DIRECTORS PROPOSED TO BE RE-ELECTED

BIOGRAPHICAL DETAILS

The biographical details of each of Mr. Hu Aimin and Mr. Jin Hui Zhi, both being Directors appointed subsequent to the despatch of the Circular and proposed to be re-elected at the forthcoming AGM are set out as follows:

Mr. Hu Aimin, aged 61, was appointed an additional Deputy Chairman (other than Mr. Song Zengbin as the existing Deputy Chairman of the Company) and an Executive Director of the Company in April 2010. He graduated from the Hunan University of China with a Master's Degree in Business Administration. He has over thirty years of experience in administrative management, corporate governance and human resources management. Mr. Hu is currently a non-executive director of Ping An Insurance (Group) Company of China, Ltd., a company listed on the Stock Exchange. He was the secretary-general and the chief of administration office of Shenzhen Municipal People's Government. Mr. Hu was previously the chairman of Shenzhen Investment Limited, and a non-executive director of each of Coastal Greenland Limited and Road King Infrastructure Limited, all being companies listed on the Stock Exchange. Save as disclosed above, Mr. Hu did not hold any other directorship in listed public companies in Hong Kong or overseas during the past three years.

Mr. Hu will have no designated length of service with the Company but will be subject to retirement and re-election at the annual general meetings of the Company in accordance with the Articles or any other applicable laws from time to time whereby he shall vacate his office. The compensation package for Mr. Hu pursuant to his appointment in the Company will be finalised as soon as possible. Save as disclosed above, Mr. Hu did not have any relationship with any Director, senior management, substantial or controlling shareholder of the Company nor had he any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date. Mr. Hu is not aware of any other matters that need to be brought to the attention of the Shareholders.

Pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, there is no other information in relation to Mr. Hu to be disclosed.

Mr. Jin Hui Zhi, aged 50, was appointed an Independent Non-Executive Director of the Company in April 2010. He holds a Master's Degree in Business Administration. He has extensive experience in the business market. Mr. Jin is currently an Independent Non-Executive Director of ChinaVision Media Group Limited (formerly known as Shanghai Allied Cement Limited), a former non wholly-owned subsidiary of the Company listed on the Stock Exchange, the chairman of Shanghai Horizon Investment Co. Ltd. ("Shanghai Horizon") and the deputy president of the Youth Entrepreneur Association of Shanghai. Shanghai Horizon is a company principally engaged in the investment of three major industries, namely bio-engineering, commercial real estate and medical. During the period from 1996 to 2000, he was the general manager and chairman of Shanghai Huaihai Commerce Group. Mr. Jin was formerly chief member of Youth Work Ministry, chief member and deputy director of Research Department, member of Standing Committee and minister of Youth Work Ministry of China Communist Youth League Shanghai Committee. Save as disclosed above, Mr. Jin did not hold any other directorship in listed public companies in Hong Kong or overseas during the past three years.

A service contract which forms the basis of emoluments has been entered into between the Company and Mr. Jin pursuant to which (i) his term of appointment shall continue until 31st December, 2010, subject to retirement and re-election at the annual general meetings of the

APPENDIX ADDITIONAL DIRECTORS PROPOSED TO BE RE-ELECTED

Company in accordance with the Articles or any other applicable laws from time to time whereby he shall vacate his office; and (ii) he is entitled to (a) a Director's fee of HK\$10,000 per annum which was determined by the Board and shall be subject to the approval by the Shareholders; and (b) a service fee of HK\$70,000 per annum which was agreed by the Board. The remuneration of Mr. Jin was determined with reference to the prevailing market conditions and the terms of the Company's remuneration policy. Save as disclosed above, Mr. Jin did not have any relationship with any Director, senior management, substantial or controlling shareholder of the Company nor had he any interests in the shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date. Mr. Jin is not aware of any other matters that need to be brought to the attention of the Shareholders.

Pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules, there is no other information in relation to Mr. Jin to be disclosed.

SECOND PROXY FORM

A Shareholder who has not yet lodged the First Proxy Form with the Company's share registrar is requested to lodge the Second Proxy Form if he/she wishes to appoint proxies to attend the AGM on his/her behalf. In this case, the First Proxy Form should **not** be lodged with the Company's share registrar.

A Shareholder who has already lodged the First Proxy Form with the Company's share registrar should note that:

- (i) **If no Second Proxy Form is lodged with the Company's share registrar, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed.** The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM other than those referred to in the notice convening the AGM dated 12th April, 2010 and the First Proxy Form including, the resolutions for the appointment of additional candidates set out in this supplemental circular as Directors.
- (ii) **If the Second Proxy Form is lodged with the Company's share registrar before the Closing Time, the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed.**
- (iii) **If the Second Proxy Form is lodged with the Company's share registrar after the Closing Time, the Second Proxy Form will be invalid. However, it will revoke the First Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, Shareholders are advised not to lodge the Second Proxy Form after the Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.**

Shareholders are reminded that completion and delivery of the First Proxy Form and/or the Second Proxy Form will not preclude Shareholders from attending and voting in person at the AGM or at any adjourned meeting should they so wish.

REVISED NOTICE OF AGM



天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

REVISED NOTICE IS HEREBY GIVEN that the Annual General Meeting (“Meeting”) of Tian An China Investments Company Limited (天安中國投資有限公司) (“Company”) will be held at Plaza 4, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Thursday, 20th May, 2010 at 10:00 a.m. for the following purposes:

1. To receive and adopt the Audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31st December, 2009.
2. To declare a final dividend.
3.
 - (A) To re-elect Mr. Lee Seng Hui as a Director.
 - (B) To re-elect Mr. Ng Qing Hai as a Director.
 - (C) To re-elect Mr. Francis J. Chang Chu Fai as a Director.
 - (D) To re-elect Ms. Lisa Yang Lai Sum as a Director.
 - (E) To re-elect Mr. Tao Tsan Sang as a Director.
 - (F) To re-elect Mr. Hu Aimin as a Director.
 - (G) To re-elect Mr. Jin Hui Zhi as a Director.
 - (H) To fix the Directors’ fee.
4. To re-appoint Deloitte Touche Tohmatsu as Auditor and authorise the Board of Directors to fix its remuneration.
5. To consider as special business and, if thought fit, pass with or without amendments, the following resolutions as Ordinary Resolutions:

ORDINARY RESOLUTIONS

- (A) **“THAT:**
 - (a) subject to paragraph (c) of this Resolution, the exercise by the directors of the Company (“Directors”) during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or otherwise deal with additional shares of the Company (“Shares”) or securities convertible into Shares, or options, warrants or similar rights to subscribe for any Shares, and to make or grant offers, agreements and options which might require the exercise of such powers, be and is hereby generally and unconditionally approved;
 - (b) the approval given in paragraph (a) of this Resolution shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;

REVISED NOTICE OF AGM

- (c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Directors pursuant to the approval given in paragraph (a) of this Resolution, otherwise than pursuant to:
- (i) a Rights Issue (as hereinafter defined);
 - (ii) the exercise of the rights of subscription or conversion attaching to any warrants issued by the Company or any securities which are convertible into Shares;
 - (iii) the exercise of any options granted under any option scheme or similar arrangement for the time being adopted for the grant or issue to employees of the Company and/or any of its subsidiaries of Shares or rights to acquire Shares; or
 - (iv) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares pursuant to the articles of association of the Company from time to time;

shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of this Resolution and the said approval shall be limited accordingly;

- (d) subject to the passing of each of the paragraphs (a), (b) and (c) of this Resolution, any prior approvals of the kind referred to in paragraphs (a), (b) and (c) of this Resolution which had been granted to the Directors and which are still in effect be and are hereby revoked; and
- (e) for the purpose of this Resolution:

‘Relevant Period’ means the period from the passing of this Resolution until whichever is the earlier of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

REVISED NOTICE OF AGM

‘Rights Issue’ means the allotment, issue or grant of Shares pursuant to an offer of Shares open for a period fixed by the Directors to holders of Shares whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares at that date (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory applicable to the Company).”

(B) **“THAT:**

- (a) subject to paragraph (b) of this Resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase Shares on The Stock Exchange of Hong Kong Limited (“Stock Exchange”) or on any other stock exchange on which the Shares may be listed and recognised for this purpose by the Securities and Futures Commission of Hong Kong and the Stock Exchange under the Hong Kong Code on Share Repurchases, subject to and in accordance with all applicable laws and regulations, be and is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of the Shares which may be repurchased by the Company pursuant to paragraph (a) of this Resolution during the Relevant Period shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue at the date of the passing of this Resolution, and the approval granted under paragraph (a) of this Resolution shall be limited accordingly;
- (c) subject to the passing of each of the paragraphs (a) and (b) of this Resolution, any prior approvals of the kind referred to in paragraphs (a) and (b) of this Resolution which had been granted to the Directors and which are still in effect be and are hereby revoked; and
- (d) for the purpose of this Resolution:

‘Relevant Period’ means the period from the passing of this Resolution until whichever is the earlier of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting.”

REVISED NOTICE OF AGM

- (C) “**THAT** conditional upon the passing of Resolution Nos. 5(A) and 5(B) as set out in the revised notice convening the Meeting, the general mandate granted to the Directors to exercise the powers of the Company to allot, issue or otherwise deal with additional securities of the Company pursuant to Resolution No. 5(A) as set out in the revised notice convening the Meeting be and is hereby extended by the addition thereto an amount representing the aggregate nominal amount of the Shares repurchased by the Company under the authority granted pursuant to Resolution No. 5(B) as set out in the revised notice convening the Meeting, provided that such amount shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue at the date of the passing of this Resolution.”

By Order of the Board
Tian An China Investments Company Limited
Cindy Yung Yee Mei
Company Secretary

Hong Kong, 19th April, 2010

Registered Office:

22nd Floor
Allied Kajima Building
138 Gloucester Road
Wanchai
Hong Kong

Notes:

1. *A member of the Company entitled to attend and vote at the Meeting will be entitled to appoint one or more proxies to attend and, on a poll, vote in his or her stead. A proxy need not be a member of the Company.*
2. *A new form of proxy (“Second Proxy Form”) in respect of the Meeting is enclosed. Whether or not you intend to attend the Meeting in person, you are urged to complete and return the Second Proxy Form in accordance with the instructions printed thereon. Completion and return of the Second Proxy Form will not preclude you from attending the Meeting and voting in person if you so wish. In the event that you attend the Meeting after having lodged the Second Proxy Form, it will be deemed to have been revoked.*
3. *To be valid, the Second Proxy Form, together with any 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 Company’s share registrar, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong, not less than 48 hours before the time fixed for the Meeting or any adjournment thereof.*
4. *Where there are joint holders of any Shares, any one of such joint holders may vote at the Meeting, either personally or by proxy in respect of such Shares as if he or she was solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of such joint holders so present whose name stands first on the register of members of the Company shall alone be entitled to vote in respect of such Shares.*
5. **IMPORTANT: A SHAREHOLDER OF THE COMPANY (“SHAREHOLDER(S)”) WHO HAS ALREADY LODGED THE FORM OF PROXY (“FIRST PROXY FORM”) WHICH WAS SENT TOGETHER WITH THE CIRCULAR DATED 12TH APRIL, 2010 AND 2009 ANNUAL REPORT OF THE COMPANY, SHOULD NOTE THAT:**
 - (a) *If no Second Proxy Form is lodged with the Company’s share registrar, the First Proxy Form will be treated as a valid proxy form lodged by him or her if correctly completed. The proxy so appointed by the Shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting dated 12th April, 2010 and the First Proxy Form, including the resolutions for the appointment of additional candidates set out in the supplemental circular of the Company dated 19th April, 2010 as Directors.*

REVISED NOTICE OF AGM

- (b) *If the Second Proxy Form is lodged with the Company's share registrar before 48 hours prior to the time appointed for holding the Meeting ("Closing Time"), the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him or her. The Second Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed.*
- (c) *If the Second Proxy Form is lodged with the Company's share registrar after the Closing Time, the Second Proxy Form will be invalid. However, it will revoke the First Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, Shareholders are advised not to lodge the Second Proxy Form after the Closing Time. If such Shareholders wish to vote at the Meeting, they will have to attend in person and vote at the Meeting themselves.*
6. *The register of members of the Company will be closed from Monday, 17th May, 2010 to Thursday, 20th May, 2010 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the final dividend, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 14th May, 2010. Subject to approval by the Shareholders at the Meeting, dividend warrants are expected to be despatched to the Shareholders by post on or around Friday, 11th June, 2010.*
7. *In respect of Resolution No. 5(A) above, the Directors wish to state that they have no immediate plans to issue any new securities of the Company under this mandate. Approval is being sought from members as a general mandate, in compliance with the Hong Kong Companies Ordinance and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, in order to ensure flexibility and discretion to the Directors in the event that it becomes desirable to issue any securities of the Company up to 20% of the issued share capital of the Company at the date of the passing of the resolution.*
8. *The general purpose of the authority to be conferred on the Directors by Resolution No. 5(B) above is to increase flexibility and to provide discretion to the Directors in the event that it becomes desirable to repurchase Shares representing up to a maximum of 10% of the issued share capital of the Company at the date of the passing of the resolution on the Stock Exchange.*