
IMPORTANT

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

If you have sold or transferred all your shares in **Sun Innovation Holdings Limited**, you should at once hand this circular with the enclosed form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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SUN INNOVATION HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 547)

Proposals for Renewal of General Mandates to Issue and Repurchase Shares, Re-election of Retiring Directors and Notice of Annual General Meeting

A notice convening the annual general meeting of Sun Innovation Holdings Limited to be held at the Conference Room, Room 1818, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong on Thursday, 15th April, 2010 at 10:00 a.m. is set out on pages 10 to 13 of this circular. Whether or not you are able to attend the meeting, you are requested to complete the form of proxy enclosed with this circular in accordance with the instructions printed thereon and return it to the Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time fixed for holding the meeting. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting should you so wish.

10th March, 2010

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DEFINITIONS

In this circular, the following expressions shall have the following meanings unless the context requires otherwise:

“AGM”	the annual general meeting of the Company to be held at the Conference Room, Room 1818, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong on Thursday, 15th April, 2010 at 10:00 a.m.
“AGM Notice”	the notice convening the AGM as set out on pages 10 to 13 of this circular
“Board”	the board of Directors
“Company”	Sun Innovation Holdings Limited, an exempted company incorporated in Bermuda with limited liability, the Shares of which are listed on the Stock Exchange
“Convertible Bonds”	the convertible bonds issued by the Company with aggregate outstanding principal amount of HK\$43,000,000 with mature date on 4th September, 2011
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot and issue Shares as set out in Resolution no. 4(2) in the AGM Notice
“Latest Practicable Date”	5th March, 2010, being the latest practicable date prior to printing of this circular for ascertaining certain information referred to in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	The People’s Republic of China
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to purchase Shares as set out in Resolution no. 4(1) in the AGM Notice

DEFINITIONS

“SFO”	Securities and Futures Ordinance (Cap 571 of the laws of Hong Kong)
“Share(s)”	the ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers
“%”	per cent.

LETTER FROM THE BOARD OF DIRECTORS



SUN INNOVATION HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 547)

Directors:

Mr. Zhou Jian (*Chairman*)

Mr. Fan Lei

Ms. Lau Cheong*

Mr. Duan Xiongfei*

Mr. Tam Tak Kei Raymond*

* *Independent Non-Executive Director*

Registered Office:

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

Principal Place of Business:

Rooms 1717-1719, 17th Floor

Sun Hung Kai Centre

30 Harbour Road

Wanchai

Hong Kong

10th March, 2010

*To the Shareholders and, for information only,
the holders of Convertible Bonds*

Dear Sir/Madam,

Proposals for Renewal of General Mandates to Issue and Repurchase Shares, Re-election of Retiring Directors and Notice of Annual General Meeting

INTRODUCTION

The purpose of this document is to provide you with requisite information regarding resolutions (i) to grant the Directors the Issue Mandate, the extension of the new Issue Mandate and the Repurchase Mandate and (ii) the re-election of retiring Directors. The AGM Notice is set out on pages 10 to 13 of this circular and the Shareholders are requested to consider and, if they think fit, to make a decision on whether to vote for or against the ordinary resolutions relating to the Issue Mandate, the extension of the new Issue Mandate and the Repurchase Mandate and certain other resolutions as ordinary and special businesses of the AGM.

LETTER FROM THE BOARD OF DIRECTORS

1. RENEWAL OF GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES

At the annual general meeting of the Company held on 27th May, 2009, ordinary resolutions were passed for the granting of general mandate to the Directors (i) to allot, issue or otherwise deal with Shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at that date (“Existing Issue Mandate”) and (ii) to repurchase Shares representing up to a maximum of 10% of the aggregate nominal amount of the share capital of the Company in issue as at that date (the “Existing Repurchase Mandate”). The Existing Issue Mandate and the Existing Repurchase Mandate will lapse upon the conclusion of the AGM.

Resolutions to grant Issue Mandate and the Repurchase Mandate to the Directors to, inter alia, exercise all powers of the Company to allot, issue or otherwise deal with Shares up to a maximum of 1,751,537,153 Shares, representing 20% of the issued share capital of the Company and to repurchase Shares up to a maximum of 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing the resolutions (details of which are set out in Resolutions Nos. 4(2) and 4(1) respectively of the AGM Notice) will be proposed at the AGM. A resolution authorising the extension of the new Issue Mandate to issue further shares in the Company of an aggregate nominal value equal to the aggregate nominal value of the Shares purchased under the Repurchase Mandate will also be proposed as Resolution No. 4(3) at the AGM.

The Directors have no current plans to issue or repurchase any new Shares pursuant to the relevant mandates.

An explanatory statement containing the information required under the Listing Rules containing information regarding the Repurchase Mandate is set out in Appendix to this circular.

2. RE-ELECTION OF RETIRING DIRECTORS

In accordance with the Bye-Law 86(2) of the Company’s Bye-Laws, a newly appointed Director shall hold office only until the next following annual general meeting and shall then be eligible for re-election but shall not be taken into account in determining the Directors or the number of directors who are to retire by rotation at such meeting and in accordance with Bye-Law 87(1) of the Company’s Bye-Laws, one-third of the Directors who have been longest in office since their last election shall retire from office at each annual general meeting.

In this connection, Messrs. Fan Lei, Duan Xiongfei, Tam Tak Kei Raymond and Ms. Lau Cheong are the retiring Directors and, being eligible, offer themselves for re-election at the AGM. Details of the Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular.

3. ANNUAL GENERAL MEETING

The AGM will be held at the Conference Room, Room 1818, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong on Thursday, 15th April, 2010 at 10:00 a.m.. The AGM Notice is set out on pages 10 to 13 of this circular.

LETTER FROM THE BOARD OF DIRECTORS

A form of proxy for use at the AGM is enclosed. Whether or not you are not able to attend the AGM, you are requested to complete the form of proxy in accordance with the instruction printed thereon and return it to the office of the branch share registrars of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the AGM.

4. VOTING AT THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39 of the Listing Rules, all votes of the Shareholders at the general meetings must be taken by poll. The Chairman of the meeting will therefore demand a poll for every resolution put to the vote of the Annual General Meeting pursuant to Bye-law 66 (a) of the Company's Bye-Laws.

5. RECOMMENDATIONS

The Directors consider that all the proposed resolutions (i) to grant the Directors the Issue Mandate, the extension of the new Issue Mandate and the Repurchase Mandate and (ii) the re-election of retiring Directors, as set out in the AGM Notice, are in the best interest of the Company and the Shareholders as a whole and recommend you to vote in favour of the resolutions.

6. GENERAL INFORMATION

Your attention is drawn to the additional information set out in the appendixes to this circular. The English text of this circular shall prevail over the Chinese text.

This document includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this document and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

By Order of the Board
SUN INNOVATION HOLDINGS LIMITED
Zhou Jian
Chairman

This appendix serves as an explanatory statement, as required by the Listing Rules, to be included in this circular concerning the Repurchase Mandate of the Company.

(A) SHARE CAPITAL

As at Latest Practicable Date, the issued share capital of the Company was 8,757,685,768 Shares of HK\$0.01 each, all of which are fully paid.

Subject to the passing of the ordinary resolution approving the Repurchase Mandate and on the assumption that no further Shares are issued or repurchased prior to the AGM, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 875,768,576 Shares, being 10% of the issued share capital of the Company as at the Latest Practicable Date.

(B) REASONS FOR PURCHASE

Although the Directors have no present intention of purchasing any Shares, they believe that the flexibility afforded by the Repurchase Mandate would be beneficial to the Company and its Shareholders. Trading conditions on the Stock Exchange have sometimes been volatile in recent years. The ability of the Company to purchase shares will be beneficial to those Shareholders as depending on market conditions and funding arrangements at that time, such purchases may, result in an increase in net assets and/or earning per share of the Company. Such repurchase will only be made when the Directors believe that such repurchases will benefit the Company and its Shareholders.

(C) FUNDING OF PURCHASES

The Directors propose that purchases of Shares under the Repurchase Mandate would be financed from the Company's internal resources. In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Bye-Laws of the Company and the laws of Bermuda.

There may be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the Annual Report for the year ended 31st December, 2009) in the event that the Repurchase Mandate is exercised in full at any time during the proposed purchase period. The Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

(D) SHARE REPURCHASE MADE BY THE COMPANY

No purchase of Shares has been made by the Company during the last six months (whether on the Stock Exchange or otherwise).

(E) DISCLOSURE OF INTERESTS

None of the Directors or, to the best of their knowledge having made all reasonable enquiries, any of their associates presently intends to sell Shares to the Company under the Repurchase Mandate in the event that the Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any connected persons of the Company that they have a present intention to sell any Shares, or that they have undertaken not to sell any Shares held by them to the Company in the event that the Repurchase Mandate is approved by its Shareholders.

The Directors have undertaken to the Stock Exchange to exercise the powers of the Company to make purchases under the Repurchase Mandate in accordance with the Listing Rules and laws of Bermuda.

If as a result of a share repurchases by the Company, a shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code. Accordingly, a Shareholder, or group of Shareholders acting in concert, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, the Company has three substantial shareholders: (i) Wise Sun Holdings Limited ("WSHL"), holding 29.81% of the issued share capital of the Company; (ii) Mass Channel Investment Limited ("MCIL"), holding 19.98% of the issued share capital of the Company; (iii) Fortune Source International Limited ("FSIL"), holding 17.13% of the issued share capital of the Company. In the event that the Directors exercise in full the power to purchase Shares pursuant to the Repurchase Mandate, WSHL's interest in the Company would be increased to approximately 33.12% while the interests of MCIL and FSIL in the Company would be increased to 22.20% and 19.03% respectively and therefore the obligation to make a general offer to shareholders under Rule 26 of the Takeovers Code by WSHL may arise. However, the Company will not exercise the power under the Repurchase Mandate which may cause WSHL to trigger the general offer obligation.

(F) SHARE PRICES

The highest and lowest prices at which the Shares of the Company have been traded on the Stock Exchange during each of the previous twelve months were as follows:

	2009										2010		
	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar
	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$	HK\$
Highest	0.077	0.030	0.049	0.195	0.183	0.179	0.310	0.285	0.295	0.280	0.232	0.195	0.191*
Lowest	0.022	0.020	0.030	0.085	0.131	0.114	0.138	0.200	0.233	0.192	0.176	0.145	0.175*

* up to the Latest Practicable Date

This appendix sets out the details of Directors proposed for re-election at the AGM.

- (i) Mr. Fan Lei, aged 36, was appointed as Executive Director on 21st July, 2009. Mr. Fan graduated from Wuhan University with a Bachelor's Degree in Economics with major in investment economics. He has more than 10 years of experience in banking industry including asset management in the PRC. He is currently the Chief Investment Director of Beijing Changhe Century Asset Management Limited. Mr. Fan is the chairman of the Remuneration Committee and a member of the Nomination Committee of the Company. He also holds directorship in certain subsidiaries of the Group. Save as disclosed above, Mr. Fan has not held any directorship in any listed public companies in the last three years and does not hold any other positions with the Company or other members of the Group. He does not have any relationship with any director, senior management or substantial or controlling shareholders of the Company. The monthly salary of Mr. Fan is HK\$100,000, which is determined by the Board with reference to his duties and the policy of the Company. The service contract of Mr. Fan commenced from October 2009 without a fixed term but a termination notice requirement of six months. It also provides for a discretionary bonus, which will be payable at the discretion of the Company and the amount, if any, may vary depending on actual performance of the Company.

At the Latest Practicable Date, Mr. Fan does not hold any shares of the Company and therefore, he does not have any interest in shares of the Company within the meaning of Part XV of the SFO.

- (ii) Ms. Lau Cheong, aged 26, was appointed as Independent Non-executive Director on 21st July, 2009. Ms. Lau holds a Master's Degree in Public Policy and Management and a Bachelor's Degree in Business Administration from University of Southern California. She obtained three broker qualifications in the United States of America and previously worked in Morgan Stanley & Co. Incorporated. She is currently the President of Ponticello International Group Incorporated. Ms. Lau is the chairlady of the Nomination Committee and a member of the Audit Committee and the Remuneration Committee of the Company. Save as disclosed above, Ms. Lau has not held any directorship in any listed public companies in the last three years and does not hold any other positions with the Company or other members of the Group. She does not have any relationship with any director, senior management or substantial or controlling shareholders of the Company. The director's fee of Ms. Lau is HK\$100,000 per annum, which is determined by the Board of the Company with reference to her duties and responsibilities. The service agreement of Ms. Lau has no fixed term but a termination notice requirement of one month.

At the Latest Practicable Date, Ms. Lau does not hold any shares of the Company and therefore, she does not have any interest in shares of the Company within the meaning of Part XV of the SFO.

- (iii) Mr. Duan Xiongfei, aged 41, was appointed as Independent Non-executive Director on 21st July, 2009. Mr. Duan holds a Master's Degree in Economics from Renmin University of China and a Master's Degree in Business Administration from University of Chicago. He is an associated member of National Futures Association in the United States of America and has over 15 years of experience in securities trading and investment industry. Mr. Duan is currently the Managing Partner of Shanghai Ruiyue Capital Management, Inc. and the Partner of Guarda Capital Management, Inc. in Canada which qualifies as a registered commodity trading advisor in the United States of America. Mr. Duan is the chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee of the Company. Save as disclosed above, Mr. Duan has not held any directorship in any listed public companies in the last three years and does not hold any other positions with the Company or other members of the Group. He does not have any relationship with any director, senior management or substantial or controlling shareholders of the Company. The director's fee of Mr. Duan is HK\$100,000 per annum, which is determined by the Board of the Company with reference to his duties and responsibilities. The service agreement of Mr. Duan has no fixed term but a termination notice requirement of one month.

At the Latest Practicable Date, Mr. Duan does not hold any shares of the Company and therefore, he does not have any interest in shares of the Company within the meaning of Part XV of the SFO.

- (iv) Mr. Tam Tak Kei Raymond, aged 46, was appointed as Independent Non-executive Director on 10th September, 2009. Mr. Tam holds a Bachelor of Arts Degree in Accounting with Computing from the University of Kent at Canterbury, England and is a Chartered Accountant in Hong Kong and England and Wales. He is also an associate member of the Hong Kong Institute of Certified Public Accountants. Currently, Mr. Tam is the financial controller of an international law firm and has over 24 years of professional accounting experience. Mr. Tam is a member of the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company. Save as disclosed above, Mr. Tam has not held any directorship in any listed public companies in the last three years and does not hold any other positions with the Company or other members of the Group. He does not have any relationship with any director, senior management or substantial or controlling shareholders of the Company. The director's fee of Mr. Tam is HK\$100,000 per annum, which is determined by the Board of the Company with reference to his duties and responsibilities. The service agreement of Mr. Tam has no fixed term but a termination notice requirement of one month.

At the Latest Practicable Date, Mr. Tam does not hold any shares of the Company and therefore, he does not have any interest in shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no information about any of the retiring Directors that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the aforesaid re-elections that is required to be brought to the attention of the Stock Exchange or the Shareholders.

NOTICE OF ANNUAL GENERAL MEETING



SUN INNOVATION HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 547)

NOTICE IS HEREBY GIVEN that the annual general meeting of the Company will be held at the Conference Room, Room 1818, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong on Thursday, 15th April, 2010 at 10:00 a.m. for the following purposes:

1. To receive and consider the audited financial statements and the reports of the directors of the Company and the independent auditors for the year ended 31st December, 2009;
2. To re-elect directors of the Company and to fix their remuneration;
3. To re-appoint BDO Limited as the auditors of the Company until conclusion of the next annual general meeting and to authorise the Board of Directors of the Company to fix their remuneration;

ORDINARY RESOLUTIONS

4. As special business, to consider and, if thought fit, pass with or without amendments, the following resolutions as ordinary resolutions:
 - (1) **“THAT:**
 - (a) subject to paragraph (1)(b), the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares issued by the Company be and is hereby generally and unconditionally approved;
 - (b) the aggregate nominal amount of the share capital of the Company to be purchased on the Stock Exchange or any other stock exchange recognised for this purpose by the Securities and Futures Commission of Hong Kong and the Stock Exchange pursuant to the approval in paragraph (1)(a) shall not exceed 10 per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing this Resolution and the said approval shall be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

(c) for the purposes of this Resolution, “Relevant Period” means the period from the date of passing 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 its Bye-Laws 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 members of the Company in general meeting.”

(2) **“THAT:**

- (a) subject to paragraph (2)(c), the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company 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 in paragraph (2)(a) shall authorise the directors of the Company during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period;
- (c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the directors of the Company pursuant to the approval in paragraph (2) (a), otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of rights of subscription or conversion under the terms of any warrants or other securities issued by the Company carrying a right to subscribe for or purchase shares of the Company; or (iii) any Share Option Scheme (as hereinafter defined) of the Company; or (iv) any scrip dividend or other similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the Bye-Laws of the Company, shall not exceed the maximum of 20 per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing this Resolution and the said approval shall be limited accordingly; and
- (d) for the purposes of this Resolution, “Relevant Period” means the period from the date of passing this Resolution until whichever is the earlier of:
 - (i) the conclusion of the next annual general meeting of the Company;

NOTICE OF ANNUAL GENERAL MEETING

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by its Bye-Laws 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 members of the Company in general meeting; and

“Rights Issue” means an offer of shares open for a period fixed by the Directors of the Company to holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusions or other arrangements as the directors of the Company 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 outside Hong Kong); and

“Share Option Scheme” means a share option scheme or similar arrangement for the time being, as varied from time to time, adopted for the grant or issue to executive directors and employees of the Company and its subsidiaries and any other persons, in the sole discretion of the board, have contributed or will contribute to the Company and its subsidiaries of rights to acquire shares of the Company.”

(3) **“THAT:**

the exercise by the directors of the Company of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company in accordance with the general mandate granted pursuant to Resolution 4(2) above be and is hereby extended by the addition thereto an amount representing the aggregate nominal amount of shares of the Company purchased by the Company under the authority granted pursuant to Resolution 4(1) above provided that such amount shall not exceed 10 per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing this Resolution.”

By Order of the Board
SUN INNOVATION HOLDINGS LIMITED
Chow Fung Ling
Company Secretary

Hong Kong, 10th March, 2010

NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (a) Any member of the Company (the “Member”) entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote in his stead. Vote may be given either personally or by a duly authorized corporate representative or by proxy. A Member who is the holder of two or more shares of the Company (the “Shares”) may appoint more than one proxy to attend on the same occasion provided that, 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. A proxy need not be a Member. In addition, a proxy or proxies representing either an individual Member or a Member which is a corporate, shall be entitled to exercise the same powers on behalf of the Member which he or they represent as such Member could exercise.
- (b) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (c) The instrument appointing a proxy to vote shall be deemed to confer authority to demand or join in demanding a poll and to vote on any amendment of a resolution put to the meeting for which it is given as the proxy thinks fit.
- (d) A form of proxy for the meeting is enclosed. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority shall be deposited at the Company’s Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding the Meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude of a Member from attending and voting in person at the meeting.