IMPORTANT

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SINCE 1983

MOBICON GROUP LIMITED

萬保剛集團有限公司*

(the "Company")

(Incorporated in Bermuda with limited liability)

(Stock Code: 1213)

Directors:
Hung Kim Fung, Measure *(Chairman)*
Yeung Man Yi, Beryl *(Deputy Chairman and Chief Executive Officer)*
Hung Ying Fung
Yeung Kwok Leung, Allix
Manuel Arnaldo de Sousa Moutinho
Charles E. Chapman#
Leung Wai Cheung#
Ku Wing Hong, Eric#

Independent non-executive Directors

Registered Office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal Office:
7th Floor, New Trend Centre
704 Prince Edward Road East
San Po Kong
Kowloon
Hong Kong

8 July 2013

To the shareholders of the Company (the "Shareholders"),

Dear Sir or Madam,

GENERAL MANDATES FOR THE ISSUE OF NEW SHARES AND THE REPURCHASE BY THE COMPANY OF ITS OWN SHARES, RE-ELECTION OF DIRECTORS RETURN OF FORFEITED DIVIDENDS AND NOTICE OF ANNUAL GENERAL MEETING

GENERAL MANDATE TO ISSUE NEW SHARES

Approval is being sought from the Shareholders at the annual general meeting to be held by the Company on Thursday, 8 August 2013 (the "Annual General Meeting") to grant to the directors of the Company (the "Directors") a general mandate to issue new shares of HK$0.10 each of the Company (the "Shares") in order to ensure flexibility and discretion to the Directors in the event that it becomes desirable for the Company to issue Shares equal in aggregate to up to 20 per cent. of its issued share capital as at the date of

* *For identification purposes only*

the passing of the relevant resolution. Exercise in full of the mandate, assuming that no further Shares will be issued and repurchased prior to the Annual General Meeting, and on the basis of 200,000,000 Shares in issue as at 28 June 2013 (being the latest practicable date prior to the printing of this circular) (the "Latest Practicable Date"), could accordingly result in up to a maximum of 40,000,000 Shares, which represents 20 per cent. of the issued share capital of the Company, issued by the Company under such mandate. The obtaining of such a mandate is in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). The Directors wish to state that they have no immediate plans to issue any new share of the Company. Such mandate authorises the Directors to allot, issue and otherwise deal with the Shares during the period from the passing of the relevant ordinary resolution at the Annual General Meeting until the conclusion of the next annual general meeting of the Company or when revoked or varied by ordinary resolution of the Shareholders in general meeting of the Company or the expiration of the period within which the next annual general meeting of the Company is required by statute or the bye-laws of the Company (the "Bye-laws") to be held, whichever occurs first.

SHARE BUY BACK MANDATE

The Listing Rules permit companies with a primary listing on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") to repurchase their own securities, subject to certain restrictions, on the Stock Exchange. At the Annual General Meeting, an ordinary resolution will be proposed to grant the Directors a general mandate to, inter alia, repurchase up to 10 per cent. of the issued share capital of the Company as at the date of the passing of the relevant resolution (the "Buyback Mandate"). In addition, an ordinary resolution will also be proposed to provide the Directors with a general mandate to allot and issue Shares of the Company up to an amount not exceeding 20 per cent. of the share capital of the Company in issue as at the date of the passing of such resolution and adding to such general mandate, by a separate resolution to be proposed at the Annual General Meeting, any Share repurchased by the Company pursuant to the Buyback Mandate (up to a maximum of 10 per cent. of the Company's issued share capital as at the date of the passing of the resolution). The Company is required by the relevant rules set out in the Listing Rules regulating such share repurchases to send to the Shareholders an explanatory statement containing all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the granting of the Buyback Mandate. Such information is provided below:

(i) Listing Rules

The Listing Rules permit companies whose primary listings are on the Stock Exchange to repurchase their fully-paid up securities on the Stock Exchange subject to certain restrictions.

(ii) Exercise of the Buyback Mandate

Exercise in full of the Buyback Mandate, assuming that no further Shares will be issued and repurchased prior to the Annual General Meeting, and on the basis of 200,000,000 Shares in issue as at Latest Practicable Date, could accordingly result in up to a maximum of 20,000,000 Shares, which represents 10 per cent. of the issued share capital of the Company, repurchased by the Company during the course of the period from the passing of the relevant ordinary resolution granting the Buyback Mandate until the conclusion of the next annual general meeting of the Company or when revoked or varied by ordinary resolution of the Shareholders in general meeting of the Company or the expiration of the period within which the next annual general meeting of the Company is required by statute or the Bye-laws to be held, whichever occurs first.

(iii) Reasons for repurchase

The Directors believe that it is in the best interests of the Company and its Shareholders as a whole to have a general authority from Shareholders to enable the Company to repurchase the Shares on the market. Such repurchases may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or its earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and its Shareholders as a whole.

(iv) Funding of repurchase

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its memorandum of association and Bye-laws and the laws of Bermuda. It is envisaged that the funds required for any repurchase would be derived from the distributable profits of the Company. In the event that any repurchase will or will be likely to have an adverse impact on the working capital or gearing position of the Company, the Company will not proceed with such repurchase.

There may be an adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts of the Company for the financial year ended 31 March 2013, such audited accounts were contained in the Company's Annual Report 2012/2013) in the event that the proposed share repurchases were to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Buyback Mandate to such extent as would, in the circumstances and in the opinion of the Directors, have a material adverse effect on the working capital of the Company or its gearing level.

(v) General

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their respective associates, has any present intention, if the Buyback Mandate is approved by the Shareholders, to sell any Shares to the Company or its subsidiaries.

No connected person (as defined in the Listing Rules) of the Company has notified the Company that he or she or it has a present intention to sell Shares to the Company, or has undertaken not to do so, if the Buyback Mandate is approved by the Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will only exercise the power of the Company to make repurchases pursuant to the proposed Buyback Mandate in accordance with the Listing Rules and the applicable laws of Bermuda.

If as a result of a Share repurchase, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Hong Kong Code on Takeovers and Mergers (the "Takeovers Code") currently in force and issued by the Securities and Futures Commission of Hong Kong. As a result, a Shareholder, or a group of Shareholders acting in concert, could obtain or consolidate control of the Company and becomes obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, M2B Holding Limited, Bestmark Management Limited and Mr. Hung Ying Fung, were the registered holders of 90,000,000 Shares, 30,000,000 Shares and 26,962,000 Shares respectively representing approximately 45 per cent., 15 per cent. and 13.48 per cent. of the issued share capital of the Company respectively. In the event that the power to repurchase Shares is exercised in full, the shareholding of M2B Holding Limited, Bestmark Management Limited and Mr. Hung Ying Fung, together with their respective associates, in the Company would be increased to approximately 50 per cent., 16.67 per cent. and 14.98 per cent. of the issued share capital of the Company respectively. The Directors are aware that such increase may give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code and reduce the amount of Shares held by the public to less than 25 per cent.. The Company has no intention to repurchase Shares to such an extent which will result in the amount of Shares held by the public being reduced to less than 25 per cent.. The Company has no present intention to exercise the Buyback Mandate to such an extent as would result in takeover obligations.

The Company has not repurchased any securities of the Company on the Stock Exchange or otherwise in the six months prior to the date of this circular.

(vi) Share prices

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the twelve months preceding the Latest Practicable Date were as follows:

2012 **month**	**Highest**	**Lowest**
	HK$	*HK$*
June	0.74	0.52
July	0.70	0.66
August	0.70	0.58
September	0.90	0.63
October	0.89	0.75
November	0.76	0.76
December	1.10	0.76

2013 **month**	**Highest**	**Lowest**
	HK$	*HK$*
January	0.95	0.79
February	0.88	0.79
March	0.88	0.88
April	0.88	0.88
May	0.88	0.74
June (up to the Latest Practicable Date)	0.89	0.80

RE-ELECTION OF DIRECTORS

As mentioned in the Company's announcement dated 24 June 2013, Mr. Manuel Arnaldo de Sousa Moutinho ("Mr. Moutinho") is required to retire at the Annual General Meeting under the Bye-laws. Besides, there are two Directors who are subject to retirement by rotation at the Annual General Meeting under the Bye-laws, namely, Dr. Leung Wai Cheung ("Dr. Leung") and Mr. Ku Wing Hong, Eric ("Mr. Ku"). All of Mr. Moutinho, Dr. Leung and Mr. Ku, being eligible, offer themselves for re-election.

Mr. Moutinho, aged 55, executive Director

Mr. Moutinho was appointed as an executive Director on 24 June 2013. He is responsible for business operations of the Group in South Africa and he joined the Group in December 2001 when Mantech Electronics (Proprietary) Limited was acquired by the Group. Mr. Moutinho obtained his national certificate in Electronics from the University of Johannesburg (formerly known as Technikon Witwatersrand) in 1982 and matriculated at the Johannesburg Technical College in South Africa in 1977. He is a qualified electrical technician engineer. Other than holding of directorship in the Company, Mr. Moutinho is also a director of each of the four subsidiaries of the Group, namely Langa Holdings (Proprietary) Limited, Mantech Electronics (Proprietary) Limited, Mobicon International Limited and Mobicon-Mantech Holdings Limited. As at the Latest Practicable Date, Mr. Moutinho has not held any directorship in any other public listed companies in the last three years.

As at the Latest Practicable Date, the interests and short positions of Mr. Moutinho in the shares, underlying shares and debentures of the Company or any associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO and the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

Long position in the Shares and shares of an associated corporation:-

Ordinary shares of US$1.00 each in the associated corporation, namely Mobicon-Mantech Holdings Limited:

Number	Capacity	Percentage of issued share capital
490	Beneficial owner	49%

Whilst Mr. Moutinho intends to serve the Company on a long term basis, he has not entered into any service contract with the Company. He is entitled to receive a fee of South Africa Rand 112,000 per month for his position as a director of each of the four subsidiaries of the Group as mentioned above and an executive director of the Company until the forthcoming annual general meeting of the Company. The basis of determination of his emoluments is by reference to the recommendation of the Remuneration Committee of the Company, market terms, and performance, qualification and experience of Mr. Moutinho.

Dr. Leung, aged 48, independent non-executive Director

Dr. Leung was appointed as an independent non-executive Director on 18 April 2001. He was the independent non-executive director of China Netcom Technology Holdings Limited (Stock Code: 8071) and Sino Prosper State Gold Resources Holdings

Limited (Stock Code: 766), both of which being companies listed on the Main Board of the Stock Exchange, until 1 November 2012 and 6 November 2012 respectively. Save as disclosed above, he had not held any directorship in any other public listed companies in the last three years. Dr. Leung is a qualified accountant and chartered secretary with over 25 years of experience in accounting, auditing and financial management. He graduated from Curtin University with a Bachelor of Commerce Degree majoring in accounting and subsequently obtained a postgraduate diploma in corporate administration, a Master degree of Professional Accounting from the Hong Kong Polytechnic University, a Doctor degree of Philosophy in Management from the Empresarial University of Costa Rica and a Doctor degree of Education in Educational Management from Bulacan State University. He is an associate member of each of the Hong Kong Institute of Certified Public Accountants, CPA Australia, the Institute of Chartered Accountants in England and Wales, the Institute of Chartered Secretaries and Administrators, the Hong Kong Institute Secretaries and the Taxation Institute of Hong Kong and a fellow member of the Association of Chartered Certified Accountants. Apart from a professor of European University, Dr. Leung is also a visiting lecturer of the Open University of Hong Kong (LiPACE) and Hong Kong University (SPACE).

Dr. Leung is not related to any other directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Dr. Leung did not have any interests in the Shares within the meaning of Part XV of the SFO. As Dr. Leung did not actively involve in the daily operation of the Group nor does he have any direct interest in the Company, the Board of Directors of the Company considers that Dr. Leung is independent notwithstanding that he has served as an independent non-executive Director of the Company for more than nine years. Given his experience and expertise in corporate management, the Board of Directors of the Company is of the view that Dr. Leung should be re-elected as an independent non-executive Director.

Dr. Leung has entered into a letter of appointment with the Company and is not appointed for a specific term but is subject to retirement by rotation at annual general meetings of the Company in accordance with the Bye-laws. The director's fee of Dr. Leung is currently HK$120,000 per annum. The basis of determination of his director's fee is by reference to the market terms, and performance, qualification and experience of Dr. Leung. Other than director fee's, Dr. Leung is not entitled to any other emoluments.

Mr. Ku, aged 57, independent non-executive director

Mr. Ku was appointed as an independent non-executive Director on 25 May 2011. He graduated from the Chinese University of Hong Kong in 1979 with a Honorary Bachelor's Degree in Social Science and subsequently obtained a Diploma in Education there. He has served in De La Salle Secondary School, NT for 30 years and is now the principal of the school. In addition, Mr. Ku also held a number of education and community positions, including the Vice-Chairman of the Tai Po & North District Secondary Schools Area Committee of Hong Kong Schools Sports Federation (the "Federation") and the Chairman in the Federation's Tai Po & North District Competition Committee. He is also the Vice-Chairman of the North District Secondary School Principals' Association. He has not held any directorship in any other public listed companies in the last three years.

Mr. Ku is not related to any other directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Ku did not have any interests in the Shares within the meaning of Part XV of the SFO.

Mr. Ku does not have any service contract with the Company but he is subject to retirement by rotation at annual general meetings of the Company in accordance with the Bye-laws. His director's fee, which is determined based on the market rate and his anticipated time, effort and expertise to be exercised on the Company's affairs, is HK$80,000 per annum. Other than the director's fee, Mr. Ku is not entitled to any other emoluments.

Save as disclosed above, each of Mr. Moutinho, Dr. Leung and Mr. Ku and the Board confirms that there are no matters concerning the re-election of Mr. Moutinho, Dr. Leung and Mr. Ku that are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any other matters that need to be brought to the attention of the Shareholders.

RETURN OF FORFEITED DIVIDENDS

As announced by the Company on 19 November 2012, unclaimed dividends declared on or before 12 July 2006 in the total sum of HK$341,280 were forfeited and reverted to the Company on the same date.

The Board was recently approached by a shareholder and was requested to return part of the unclaimed dividends to that shareholder who should be entitled to the same but for the forfeiture. To the best knowledge of the Directors, such shareholder is an independent third party not connected (within the meaning of the Listing Rules) with any of the directors, chief executive and substantial shareholders of the Company and its subsidiaries or any of their respective associates (as defined in the Listing Rules). According to the records of the Company, such shareholder was entitled to the following dividends before the forfeiture:

Date of declaration	**Amount of dividends entitled before the forfeiture**
5 July 2004	HK$69,300
13 December 2004	HK$69,300
7 July 2005	HK$69,300
19 December 2005	HK$57,750
12 July 2006	HK$57,750
Total:	HK$323,400

The Company has sought advice from its legal advisers as to Bermuda laws who have advised that, subject to shareholders' approval, the proposed return of the forfeited unclaimed dividend to the relevant shareholder does not violate the Bye-laws of the Company or any applicable Bermuda laws and regulations. Given that the amount involved is relatively small and the return of the whole amount of the forfeited unclaimed dividends to the relevant shareholder will not have any material adverse effect on the financial position of the Company and its subsidiaries, the Board is inclined to return the forfeited unclaimed dividends to the relevant shareholder. As such, the Board proposes a resolution to the shareholders at the Annual General Meeting to approve and authorise the Board to proceed with the return of the forfeited unclaimed dividends to the relevant shareholder subject to his provision of supporting evidence to the satisfaction of the Company's branch share registrar in Hong Kong. The Board has instructed the Company's branch share registrar in Hong Kong, Hong Kong Registrars Limited, who will be appointed as the scrutineer at the Annual General Meeting, that all interested shareholders should abstain from voting on such resolution.

RECOMMENDATION

The Directors consider that the adoption of the general mandate to issue Shares and the Buyback Mandate, the re-election of Directors and the return of forfeited dividends are in the best interests of the Company and its Shareholders as a whole and accordingly recommend that all Shareholders should vote in favour of the relevant ordinary resolutions to be proposed at the Annual General Meeting.

RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,
For and on behalf of the Board
Mobicon Group Limited
Hung Kim Fung, Measure
Chairman

SINCE 1983

MOBICON GROUP LIMITED
萬保剛集團有限公司*

(the "Company")

(Incorporated in Bermuda with limited liability)

(Stock Code: 1213)

NOTICE IS HEREBY GIVEN that the annual general meeting of the abovenamed company (the "Company") will be held at Yau Yat Chuen Garden City Club, 7 Cassia Road, Yau Yat Chuen, Kowloon, Hong Kong on Thursday, 8 August 2013 at 12:00 p.m. for the following purposes:

1. To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 March 2013.

2. To declare a final dividend of HK0.5 cent per share for the year ended 31 March 2013.

3. To re-elect Mr. Manuel Arnaldo de Sousa Moutinho as an executive director of the Company.

4. To re-elect Dr. Leung Wai Cheung as an independent non-executive director of the Company.

5. To re-elect Mr. Ku Wing Hong, Eric as an independent non-executive director of the Company.

6. To authorise the remuneration committee of the Company to fix the remuneration of the directors of the Company.

7. To re-appoint HLB Hodgson Impey Cheng Limited as the auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.

8. As special business, to consider and, if thought fit, pass the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

A. "**THAT**:

(a) subject to paragraph (c) of this resolution and pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of HK$0.10 each in the Company (the "Shares")

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and to make or grant offers, agreements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this resolution shall authorise the Directors during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period (as hereinafter defined);

(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 pursuant to the approval in paragraph (a) of this resolution, otherwise than pursuant to a Rights Issue (as hereinafter defined) or scrip dividend scheme of the Company or the exercise of the subscription rights under the share option scheme of the Company shall not exceed twenty per cent. (20%) of the aggregate nominal amount of the share capital of the Company in issue as at the date of 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 passing of this resolution until whichever is the earliest 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 bye-laws of the Company or any applicable law to be held; and

(iii) the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

"Rights Issue" means an offer of Shares open for a period fixed by the Directors to the holders of Shares on the register of members of the Company on a fixed record date in proportion to their then holdings of such Shares (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 outside Hong Kong)."

B. "**THAT**:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase its own shares, subject to and in accordance with all applicable laws, be and is hereby generally and unconditionally approved;

(b) the aggregate nominal amount of Shares repurchased by the Company pursuant to the approval in paragraph (a) of this resolution during the Relevant Period (as hereinafter defined) shall not exceed ten per cent. (10%) of the aggregate nominal amount of the share capital of the Company in issue as at the date of this resolution and the said approval shall be limited accordingly; and

(c) for the purposes of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest 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 bye-laws of the Company or any applicable law to be held; and

(iii) the revocation or variation of this resolution by an ordinary resolution of the shareholders of the Company in general meeting."

C. "**THAT** conditional upon resolution no. 8B above being passed, the aggregate nominal amount of the number of Shares which are repurchased by the Company under the authority granted to the Directors as mentioned in resolution no. 8B above shall be added to the aggregate nominal amount of share capital that may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to resolution no. 8A above."

9. As special business, to consider and, if thought fit, pass the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

"**THAT** the return of part of the unclaimed dividends declared on or before 12 July 2006 in the sum of HK$323,400 which were forfeited and reverted to the Company on 19 November 2012 to the relevant shareholder of the Company who was entitled to the same but for the forfeiture is approved and the Board of Directors of the Company is authorised to proceed with such return subject to the provision by the relevant shareholder of supporting evidence to the satisfaction of the Company's branch share registrar in Hong Kong."

The register of members of the Company will be closed (i) from Tuesday, 6 August 2013 to Thursday, 8 August 2013 (both dates inclusive); and (ii) from Wednesday, 14 August 2013 to Thursday, 15 August 2013 (both dates inclusive) in order to ascertain (i) the right to attend the meeting and (ii) the right to receive the final dividend respectively.

By order of the Board
Mobicon Group Limited
Ho Siu Wan
Company Secretary

Hong Kong, 8 July 2013

Principal Office:
7th Floor, New Trend Centre
704 Prince Edward Road East
San Po Kong
Kowloon
Hong Kong

MEMBERS OF THE BOARD

As at the date of this notice, the board of directors of the Company comprises Dr. Hung Kim Fung, Measure, Madam Yeung Man Yi, Beryl, Mr. Hung Ying Fung, Mr. Yeung Kwok Leung, Allix and Mr. Manuel Arnaldo de Sousa Moutinho as executive Directors and Mr. Charles E. Chapman, Dr. Leung Wai Cheung and Mr. Ku Wing Hong, Eric as independent non-executive Directors.

Notes:

(1) In order to ascertain the right to attend the meeting, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Branch Share Registrar in Hong Kong, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m., Monday, 5 August 2013.

(2) In order to ascertain the right to receive the final dividend payable on Monday, 26 August 2013, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Branch Share Registrar in Hong Kong, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later then 4:30 p.m. Tuesday, 13 August 2013.

(3) A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint proxies to attend and vote in his stead. A proxy need not be a member of the Company.

(4) In order to be valid, the form of proxy must be lodged with the Company's Share Registrar in Hong Kong as aforesaid, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, not less than 48 hours before the time for holding the meeting or adjourned meeting.

(5) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.