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NOBLE CENTURY INVESTMENT HOLDINGS LIMITED
仁瑞投資控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 2322)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of Noble Century Investment Holdings Limited (the “**Company**”) will be held at Suite 2202, 22nd Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Monday, 5 September 2016 at 11:00 a.m., for the purpose of considering and, if thought fit, passing with or without modification, the following resolution of the Company:

ORDINARY RESOLUTION

“**THAT** subject to and conditional upon, among others, the granting by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) the listing of, and permission to deal in, the Subdivided Shares (as defined below), with effect from the first business day which is a settlement day for the trading of the shares of the Company on the Stock Exchange immediately following the date on which this resolution is passed by the shareholders of the Company, each of the issued and unissued ordinary shares of HK\$0.10 each in the share capital of the Company be and is hereby subdivided (the “**Share Subdivision**”) into five (5) ordinary shares of HK\$0.02 each (the “**Subdivided Shares**”), and that any director of the Company be and is hereby authorised to sign and execute such documents, instruments and agreements and to do all such acts and things deemed by the directors of the Company in his/her absolute discretion to be incidental to, ancillary to or in connection with any of the foregoing as he/she considers necessary, desirable or expedient in connection with the implementation of or giving effect to any of the foregoing, including but not limited to, the

cancellation of any existing share certificates and to issue new share certificates in respect of the Subdivided Shares to holders of the existing shares of the Company pursuant to the Share Subdivision.”

By Order of the Board
Noble Century Investment Holdings Limited
Zheng Juhua
Chairman

Hong Kong, 18 August 2016

Registered office:
Clarendon House
2 Church Street
Hamilton HM II
Bermuda

*Head office and principal place
of business in Hong Kong:*
Suite 2202, 22nd Floor
China Resources Building
26 Harbour Road
Wanchai, Hong Kong

Notes:

- (1) As at the date of this notice, the executive directors of the Company are Ms. Zheng Juhua and Mr. Chan Chi Yuen; the independent non-executive directors of the Company are Mr. Man Kwok Leung, Mr. Yu Pak Yan, Peter and Mr. Chi Chi Hung, Kenneth.
- (2) A member entitled to attend and vote at the SGM is entitled to appoint one or more proxy to attend and vote on his/her/its behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. 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.
- (3) A form of proxy for use at the SGM is enclosed with the circular of the Company dated 18 August 2016. Whether or not you intend to attend the SGM in person, you are encouraged to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the SGM or any adjournment thereof, should he/she/it so wish.
- (4) In order to be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority must be deposited at the Company's Hong Kong branch share registrar, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
- (5) In the case of joint holders of shares, any one of such joint holders may vote at the SGM, either in person or by proxy, in respect of such share as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.