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SUNDART INTERNATIONAL HOLDINGS LIMITED

承達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2288)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Sundart International Holdings Limited (the “**Company**”) will be held at Victoria and Chater Room, 2/F, Mandarin Oriental Hong Kong, 5 Connaught Road, Central, Hong Kong on 16 September 2010, Thursday, at 3:45 p.m. (or so soon thereafter as the annual general meeting of the Company convened for the same date and place at 2:30 p.m. shall have been concluded or adjourned) for the purpose of considering and if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT:**

1. the sale and purchase agreement (the “**Sale and Purchase Agreement**”) dated 13 August 2010 entered into between Sundart Products Group Limited as vendor, Sundart Products Limited as purchaser and Mr. Leung Kai Ming as vendor’s guarantor in relation to the sale and purchase of the Sale Shares and the Sale Loan (as defined in the circular of the Company dated 30 August 2010 (the “**Circular**”), a copy of the Sale and Purchase Agreement and a copy of the Circular have been produced to the meeting and marked “**A**” and “**B**” respectively and initialled by the chairman of the Meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed, and ratified; and

2. the directors of the Company be and are hereby authorised for and on behalf of the Company to do all such acts and things and to take such steps as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Sale and Purchase Agreement or the transactions contemplated thereunder and all other matters incidental thereto, including but not limited to agreeing to any amendments to the terms of the Sale and Purchase Agreement which in the opinion of the directors of the Company are in the interests of the Company and the Shareholders as a whole.”

By Order of the Board
Sundart International Holdings Limited
Chan William
Chairman

Hong Kong, 30 August 2010

Notes:

1. All resolutions to be considered at the Meeting will be taken by poll. On voting by poll, every member of the Company present in person or by proxy or, in the case of a member of the Company being a corporation, by its duly authorised representative shall have one vote for every fully paid share of the Company of which such member is the holder.
2. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person at his proxy to attend and vote instead of him. A member of the Company who is the holder of two or more shares of the Company may appoint more than one proxy to represent such member and vote on such member’s behalf at the Meeting. A proxy need not be a member of the Company.
3. Where there are joint registered holders of any share of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the Meeting personally or by proxy, the vote of the senior holder who tenders the vote shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
4. Completion and return of the form of proxy will not preclude a member from attending and voting at the Meeting or any adjournment thereof if he so wishes.
5. A form of proxy for use in connection with the Meeting is enclosed with the Circular. To be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority must be deposited at the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, 26/F Tesbury Centre, 28 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.

As at the date of this announcement, the Board comprises Mr. Chan William (Chairman), Mr. Ng Tak Kwan (Chief Executive Officer), Mr. Leung Kai Ming (Chief Operating Officer), Mr. Wong Kim Hung, Patrick and Mr. Yip Chun Kwok as Executive Directors and Mr. To King Yan, Adam, Mr. Wong Hoi Ki and Mr. Ho Kwok Wah, George as Independent Non-Executive Directors.