



# 新世界發展有限公司

## New World Development Company Limited

(incorporated in Hong Kong with limited liability)

(stock code: 0017)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of New World Development Company Limited (the “**Company**”) will be held at Meeting Room 301B (New Wing), Hong Kong Convention & Exhibition Centre, 1 Expo Drive, Wanchai, Hong Kong on Tuesday, 5 June 2007 at 12:30 p.m. for the purpose of considering and, if thought fit, with or without amendments, passing the following resolution as an ordinary resolution:

#### ORDINARY RESOLUTION

“**THAT**

- (a) the acquisition by NWS Financial Management Services Limited, an indirect non-wholly-owned subsidiary of the Company, of 246,986,763 shares in Taifook Securities Group Limited pursuant to the terms and conditions of the Share Purchase Agreement (as defined in the circular of the Company dated 18 May 2007 despatched to the shareholders of the Company), a copy of which has been produced to the meeting and marked “A” and initialled by the chairman of the meeting for the purpose of identification, together with other transactions contemplated under the Share Purchase Agreement be and are hereby approved;
- (b) the directors of the Company (the “**Directors**”) be and are hereby authorised, for and on behalf of the Company, to take all steps necessary or expedient in their opinion to implement and/or give effect to the terms of the Share Purchase Agreement and all transactions contemplated thereunder and all other matters incidental thereto or in connection therewith; and
- (c) the Directors be and are hereby authorised, for and on behalf of the Company, to execute all such other documents, instruments and agreements and to do all such acts or things deemed by them to be incidental to, ancillary to or in connection with the matters contemplated under the Share Purchase Agreement and to make such variation, amendment and waiver of any matters relating thereto or in connection therewith which in the opinion of the Directors is not of a material nature and is in the interests of the Company.”

Yours faithfully,  
By order of the Board  
**Leung Chi Kin, Stewart**  
*Company Secretary*

Hong Kong, 18 May 2007

**Registered office:**

30th Floor  
New World Tower  
18 Queen’s Road Central  
Hong Kong

**Notes:**

1. Any member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more than one proxy to attend and, on a poll, vote in his stead. A proxy need not be a member of the Company.
2. 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 notarially certified copy thereof, must be deposited at the registered office of the Company at 30th Floor, New World Tower, 18 Queen’s Road Central, Hong Kong not later than 48 hours before the time appointed for the meeting or any adjournment thereof (as the case may be).
3. Delivery of an instrument appointing a proxy should not preclude member from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto to. If more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. 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.
5. Voting on the above resolution will be taken by poll.
6. As at the date of this notice: (a) the executive directors of the Company are Dato’ Dr. Cheng Yu Tung, Dr. Cheng Kar Shun, Henry, Dr. Sin Wai Kin, David, Mr. Liang Chong Hou, David, Mr. Leung Chi Kin, Stewart and Mr. Cheng Chi Kong, Adrian; (b) the non-executive directors of the Company are Mr. Cheng Yue Pui, Mr. Cheng Kar Shing, Peter, Mr. Chow Kwai Cheung, Mr. Ho Hau Hay, Hamilton and Mr. Liang Cheung Biu, Thomas; and (c) the independent non-executive directors of the Company are Lord Sandberg, Michael, Mr. Yeung Ping Leung, Howard, Dr. Cha Mou Sing, Payson (alternate director to Dr. Cha Mou Sing, Payson: Mr. Cha Mou Zing, Victor) and Mr. Lee Luen Wai, John.