



MEXAN LIMITED

茂盛控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 22)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting of the Company will be held at Chater Room I, The Function Room Level, B1, The Ritz-Carlton Hong Kong, 3 Connaught Road, Central, Hong Kong on Monday, 27 September 2004 at 10:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions, of which resolution numbered 1 will be proposed as a special resolution and resolution numbered 2 will be proposed as an ordinary resolution:-

1. To amend the Bye-laws of the Company to reflect certain recent amendments made to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, to delete obsolete provisions and to make certain other technical changes.
2. To adopt a share option scheme of the Company.

By Order of the Board

Yan Sheng

Director

Hong Kong, 3 September 2004

Principal place of business in Hong Kong:

16th Floor
Bank of East Asia Harbour View Centre
56 Gloucester Road
Wanchai
Hong Kong

Registered office:

Clarendon House
Church Street
Hamilton HM 11
Bermuda

As at the date hereof, the board of directors of the Company comprises six directors, of which four are executive directors, namely Mr. Lau Kan Shan, Mr. Yan Sheng, Mr. Yuen Hiu Kwan and Ms. Ching Yung and two are independent non-executive directors, namely Mr. Lau Wai and Mr. Cheng Chun Pong, Paul.

Notes:

- (1) The full text of the notice of the Special General Meeting of the Company is contained in a circular to the shareholders of the Company giving further information about the business to be conducted at the Meeting. Copies of the circular are being sent to all members on 3 September 2004.
- (2) Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and to vote on his behalf. A proxy need not be a member of the Company.
- (3) To be valid, a 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 Company's Hong Kong branch share registrars, Tengis Limited, at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude a member from attending and voting in person at the Meeting and, in such event, the instrument appointing a proxy shall be deemed to have been revoked.

* For identification purposes only