

LANDUNE 藍頓國際
LANDUNE INTERNATIONAL LIMITED
藍頓國際有限公司

(Incorporated and existing under the laws of Hong Kong with limited liability)

(Stock Code: 245)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “Meeting”) of Landune International Limited (the “Company”) will be held at the Huthart Room I, 3/F, South Tower, “The Salisbury”–YMCA of Hong Kong at 41 Salisbury Road, Tsimshatsui, Kowloon, Hong Kong on Friday, 11th November, 2005 at 10:00 a.m., for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as ordinary resolution:

ORDINARY RESOLUTION

“THAT:–

- (a) the entering of the acquisition agreement by the Company as purchaser with Mr. Leung Chi Yan (梁志仁) as vendor on 4th September, 2005 (the “Agreement”, a copy of which has been produced to the Meeting marked “A” and initialled by the Chairman of the Meeting for the purpose of identification) in relation to the acquisition of the entire issued share capital of Top Pro Limited, a company incorporated in the British Virgin Islands be and is hereby confirmed, approved and ratified;
- (b) all transactions contemplated under the Agreement and the implementation thereof, including the allotment and issue of the Consideration Shares (as defined in the Agreement) if required to be issued be and are hereby confirmed, approved and ratified; and
- (c) the directors of the Company be and are hereby authorised to do all such acts and things and execute all such documents as they in their absolute discretion consider necessary or deem appropriate to give effect to the Agreement and the implementation of all transactions contemplated thereunder.”

By order of the Board of
LANDUNE INTERNATIONAL LIMITED
Ni Xinguang
Chairman

Hong Kong Special Administrative Region, 27th October, 2005

Registered office:

Units 2201-2

ING Tower

308 Des Voeux Road Central

Sheung Wan

Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member may appoint more than one proxy to attend on the same occasion.
2. Where there are joint holders of a share of the Company, any one of such holders may vote at the Meeting either personally or by proxy in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such holders be present at the Meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
3. In order for the form of proxy to become 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 of such power of attorney or authority, must be deposited at the office of the Company’s 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 holding the Meeting or any adjournment(s) thereof.

As at the date of this announcement, the Board comprises Messrs. Ni Xinguang, Ha Shu Tong, Wang Zhiming and Ng Chun Chuen, David who are executive Directors and Messrs. Chan Wai Sum, Tang Chi Wing and Lu Wei who are independent non-executive Directors.