



# ALLIED GROUP LIMITED

## (聯合集團有限公司)

(Incorporated in Hong Kong with limited liability)

(Stock Code: 373)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting ("Meeting") of Allied Group Limited ("Company") will be held at Plaza 5, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Thursday, 22nd July, 2004 at 9:00 a.m. for the purpose of considering and, if thought fit, passing (with or without amendments) the following as an ordinary resolution of the Company:

#### ORDINARY RESOLUTION

**"THAT**, subject to and conditional upon the granting by the Listing Committee of The Stock Exchange of Hong Kong Limited of the listing of, and permission to deal in, the ordinary shares of the Company consolidated in the manner as set out in paragraph (a) of this Resolution below:

- (a) the 6,500,000,000 shares of HK\$0.20 each in the authorised share capital of the Company be consolidated into 650,000,000 shares of HK\$2.00 each ("Consolidated Shares") by consolidating every ten (10) shares of HK\$0.20 each into one (1) Consolidated Share, such Consolidated Shares shall rank *pari passu* in all respect with each other;
- (b) all fractions of the Consolidated Shares to which holders of issued shares of HK\$0.20 each in the share capital of the Company would otherwise be entitled to be aggregated, sold and retained for the benefit of the Company; and
- (c) the directors of the Company be authorised to do all such acts and things as they consider necessary or expedient to give effect to the foregoing arrangements."

By Order of the Board  
**Allied Group Limited**  
**Phoebe Lau Mei Yi**  
*Company Secretary*

Hong Kong, 30th June, 2004

*Registered office:*

22nd Floor  
Allied Kajima Building  
138 Gloucester Road  
Wanchai  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the Meeting is entitled to appoint more than one proxy to attend and, on a poll, vote on his stead. A proxy need not be a member of the Company.
2. Whether or not you intend to attend the Meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon. Completion and return of the form of proxy will not prevent you from attending and voting in person at the Meeting or any adjourned meeting if you so wish.
3. To be valid, the form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney must be deposited at the Company's registered office at 22nd Floor, Allied Kajima Building, 138 Gloucester Road, Wanchai, Hong Kong not less than 48 hours before the time fixed for the Meeting or any adjournment thereof.
4. Where there are joint holders of a share, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint 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 shall alone be entitled to vote in respect of such share.

*As at the date of this announcement, the Board of the Company comprises Messrs. Lee Seng Hui (Chief Executive) and Edwin Lo King Yau, being the Executive Directors, Ms. Lee Su Hwei and Mr. Arthur George Dew, being the Non-Executive Directors, Sir Gordon Macwhinnie (Non-Executive Chairman), Messrs. Wong Po Yan, David Craig Bartlett and John Douglas Mackie, being the Independent Non-Executive Directors.*