



AMS PUBLIC TRANSPORT HOLDINGS LIMITED

進智公共交通控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 77)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of AMS Public Transport Holdings Limited (the "Company") will be held at Room 1301-1305, Abba Commercial Building, 223 Aberdeen Main Road, Aberdeen, Hong Kong on Thursday, 2 November 2006 at 11:00 a.m. (the "meeting") for the purpose of considering and, if thought fit, passing with or without modification, the following resolution as an ordinary resolution:

"THAT Messrs. Moores Rowland Mazars, Certified Public Accountants, be and are hereby appointed as the auditors of the Company to fill the casual vacancy following the resignation of Messrs. PricewaterhouseCoopers, Certified Public Accountants, and to hold office with immediate effect until the conclusion of the next annual general meeting of the Company and that the board of directors of the Company be and is hereby authorised to fix their remuneration."

By Order of the Board

Wong Man Kit

Chairman & Executive Director

Hong Kong, 17 October 2006

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him and vote in his stead. A proxy need not be a member of the Company.
2. In order 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 such power or authority must be deposited at Union Registrars Limited, the Company's branch share registrar in Hong Kong, at Room 1803, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so desire.
3. As at the date hereof, the board of Directors comprises four executive Directors, namely Mr. Wong Man Kit, Ms. Ng Sui Chun, Mr. Wong Ling Sun, Vincent and Mr. Chan Man Chun and three independent non-executive Directors, namely Dr. Lee Peng Fei, Allen, Dr. Leung Chi Keung and Mr. Lam Wai Keung.