星晨集團有限公司*

Morning Star Resources Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Morning Star Resources Limited ("Company") will be held at Conference Room, 3rd Floor, Nexxus Building, 77 Des Voeux Road Central, Hong Kong on Tuesday, 30 October 2012 at 11:00 a.m. ("EGM") for the purpose of considering and, if thought fit, passing with or without modification, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

"**THAT**:

(A) the sale and purchase agreement dated 29 June 2012 (as supplemented by the supplemental agreements dated 17 July 2012 and 21 September 2012) (collectively the "Sale and Purchase Agreement") entered into between the Company as the vendor and Affluent Trade Ltd. as the purchaser (a copy of which has been produced to the meeting and marked "A" and initialed by the chairman of the meeting for the purpose of identification) in relation to, among other matters, the sale and purchase of the entire issued share capital of Star Travel Service Limited, Morning Star Travel Service Limited and Morning Star Traveller Plus Limited (the "Target Companies") and the loans owing by the Target Group Companies to the Company and/or its subsidiaries as at completion and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and

* *For identification purpose only*

(B) the directors of the Company (the "Directors") be and are hereby authorised to execute such all other documents, do all other acts and things and take such action as may in the opinion of the Directors be necessary, desirable or expedient to implement and give effect to the Sale and Purchase Agreement and any other transactions contemplated under the Sale and Purchase Agreement."

By order of the Board
Morning Star Resources Limited
Leung Lai Seung, Candy
Company Secretary

Hong Kong, 12 October 2012

Head office and principal place of business in Hong Kong:
Unit 1803, 18th Floor
Tower 1, Enterprise Square
9 Sheung Yuet Road
Kowloon Bay
Kowloon, Hong Kong

Registered Office:
Caledonian Trust (Cayman) Limited
Caledonian House
69 Dr. Roy's Drive
P.O. Box 1043
Grand Cayman KY1-1102
Cayman Islands

Notes:

1. A member of the Company entitled to attend and vote at the Meeting convened by this notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.

2. In order for such appointment to be valid, the form of proxy, and, if required, the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power or authority must be deposited at the Company's Share Registrar in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the Meeting or any adjournment thereof.

As at the date of this announcement, the Board comprises Mr. SUNG Wai Man, Peter, Mr. CHI Chi Hung, Kenneth and Mr. YEUNG Kwok Leung, being the Executive Directors; Mr. TSO Shiu Kei, Vincent, being the Non-Executive Director; and Ms. CHAN Hoi Ling, Ms. SO Wai Lam and Mr. SUNG Yat Chun, being the Independent Non-Executive Directors.