

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



SYMPHONY

SYMPHONY HOLDINGS LTD.

新豐集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 01223)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a special general meeting of the shareholders of Symphony Holdings Limited will be held at the Boardroom on the 10th Floor of Island Place Tower, 510 King's Road, North Point, Hong Kong on Wednesday, 7 November 2012 at 10.00 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following, which will be proposed as ordinary resolutions:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) the conditional sale and purchase agreement dated 27 September 2012 entered into between 中山精美鞋業有限公司, an indirect wholly-owned subsidiary of the Company (the **“Seller”**), and 福建威霖實業有限公司 (the **“Purchaser”**) in relation to the proposed disposal of an industrial complex erected on the Land together with the land use rights of the Land located at Zhangjiabian Village, Huoju Development Zone, Zhongshan City, Guangdong Province, the PRC (the **“Property”**) by the Seller to the Purchaser (the **“Disposal Agreement”**), a copy of which has been produced to the meeting, marked **“A”** and initialed by the chairman of the meeting for the purpose of identification, pursuant to which, amongst other things, the Seller conditionally agreed to sell and the Purchaser conditionally agreed to purchase the Property for an aggregate consideration of RMB143.0 million, be and is hereby approved; and
- (b) the lease agreement entered into pursuant to the Disposal Agreement, a copy of which has been produced to the meeting, marked **“B”** and initialed by the chairman of the meeting for the purpose of identification, be and is hereby approved.”

* *For identification only*

2. “**THAT** the proposed annual caps in respect of the rights to be granted in relation to the Lease referred to in the circular of the Company dated 22 October 2012, be and are hereby approved.”

By order of the Board
Chan Ting Chuen
Chairman

Hong Kong, 22 October 2012

As at the date of this notice, the directors of the Company are:

Executive Directors:

Mr. Chan Ting Chuen (*Chairman*)
Mr. Sze Sun Sun Tony
(Deputy Chairman & Managing Director)
Mr. Chang Tsung Yuan (*Deputy Chairman*)
Mr. Chan Lu Min
Ms. Chen Fang Mei
Dr. Ho Ting Seng

Non-executive Director:

Mr. Li I Nan

Independent Non-executive Directors:

Mr. Cheng Kar Shing
Mr. Feng Lei Ming
Mr. Ho Shing Chak
Mr. Huang Shenglan