

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



Mitsumaru East Kit (Holdings) Limited
三丸東傑(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2358)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “Meeting”) of Same Time Holdings Limited (the “Company”) will be held at Suite 5005–6, 50/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on 28 December 2011 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendment, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (i) the sale and purchase agreement (the “S&P Agreement”) (a copy of which has been produced to this meeting marked “A” and initialled by the chairman of the meeting for identification) dated 17 November 2011 entered into by the Company and Shinning Jade Limited in relation to the disposal by the Company of the entire issued share capital of Dragon Gain Resources Limited to Shinning Jade Limited at a consideration of HK\$17,000,000 and the transactions contemplated thereunder be and are hereby confirmed, ratified and approved;
- (ii) the deed of assignment and waiver (the “Deed of Assignment and Waiver”) (a copy of which has been produced to this meeting marked “B” and initialled by the chairman of the meeting for identification) to be entered into by the Company, Shinning Jade Limited, Dragon Gain Resources Limited, Mitsumaru Electrical (Wuhu) Co., Ltd., East Kit Electronic (China) Co., Ltd., East Kit Electronic (Shanghai) Co., Ltd., Mitsumaru (Holdings) Limited and Mitsumaru (H.K.) Limited in relation to the setting off, assignment, novation and waiver of debts as specified thereunder between the parties thereto and the transactions contemplated thereunder be and are hereby approved; and

(iii) the Directors be and are hereby authorised to do all things and acts and execute all documents (including under the seal of the Company) which they may consider necessary, desirable or expedient to implement and/or give effect to any matters relating to or in connection with any or all transactions contemplated under the S&P Agreement and the Deed of Assignment and Waiver.”

By Order of the Board of
Mitsumaru East Kit (Holdings) Limited
Leung Koon Sing
Executive Director

Hong Kong, 8 December 2011

Head Office and Principal Place of Business in Hong Kong:
Suite 5005–5006, 50/F Central Plaza
18 Harbour Road
Wanchai
Hong Kong

Notes:

1. Any member entitled to attend and vote at a meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
3. In order to be valid, the instrument appointing a proxy together with (if required by the board of directors of the Company) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power of attorney or authority, must be delivered to the Company’s Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited at Rooms 1712–16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, 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.
4. Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.

As at the date of this notice of extraordinary general meeting, the executive Directors are Mr. Leung Koon Sing and Mr. Tang Chin Wan and the independent non-executive Directors are Mr. Kwong Ping Man, Mr. Martin He and Mr. Mu Xiangming.