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PROSTEN TECHNOLOGY HOLDINGS LIMITED

長達科技控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8026)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“**Meeting**”) of Prosten Technology Holdings Limited (“**Company**”) will be held at Empire Room 1, Level M, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong on Tuesday, 29 December 2009 at 10:30 a.m. 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 agreement (“**Agreement**”) dated 2 December 2009 and entered into between the Company as issuer and Right Advance Management Limited (“**Subscriber**”) as subscriber, pursuant to which the Company agreed to place and the Subscriber agreed to subscribe for 150 million (“**Placing Shares**”) new ordinary shares (“**Shares**”) of HK\$0.10 each in the share capital of the Company at the placing price of HK\$0.25 per Placing Share (a copy of which has been produced to this Meeting marked “A” and initialled by the chairman of the Meeting for the purpose of identification) and all the transactions contemplated under the Agreement and all other matters of and incidental thereto or in connection therewith, be and are hereby generally and unconditionally approved in all respects and that the directors (“**Directors**”) of the Company be and they are hereby generally and unconditionally authorised to (subject to the GEM Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Placing Shares) allot and issue the Placing Shares (“**Special Mandate**”) on and subject to the terms of the Agreement, and to do all such further acts and things and to sign and execute all such other or further documents and to take all such steps which, in the opinion of the Directors, may be necessary, appropriate, desirable or expedient to implement and/or give effect to the terms of, or the transactions contemplated by, the Agreement and to agree to such variation, amendments or waiver or matters relating thereto (which are not fundamentally different from those as provided under the Agreement) as are, in the opinion of the Directors, in the interest of the Company and its shareholders as a whole; and

* *For identification purpose only*

- (b) provided that the Special Mandate shall be in addition to, and shall not prejudice nor revoke the existing general mandate granted to the Directors by the shareholders of the Company in the annual general meeting of the Company held on 30 July 2009 or such other general or special mandate(s) which may from time to time be granted to the Directors prior to the passing of this Resolution.”

By order of the Board
Prosten Technology Holdings Limited
Yip Heon Keung
Chairman

Hong Kong, 11 December 2009

Head office and principal place of business in Hong Kong:

Unit A3, 11th Floor
Bank of East Asia Harbour View Centre
56 Gloucester Road
Wanchai
Hong Kong

Notes:

1. The above resolution (which for clarity purpose has been presented in two parts, namely, (a) and (b)) shall be voted as a single resolution only.
2. As at the date of this notice, the board of Directors comprises Mr Yip Heon Keung and Mr Yip Heon Ping (as executive Directors); Dr Xu Zhiming and Mr Zhang Ying (as non-executive Directors) and Ms Tse Yuet Ling, Justine and Ms Lai May Lun (as independent non-executive Directors).
3. Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote in his stead in accordance with the articles of association of the Company. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. A proxy need not be a shareholder of the Company.
4. In order to be valid, a 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 or authority, must be deposited with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting thereof.