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CHINA STAR ENTERTAINMENT LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 326)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**SGM**”) of China Star Entertainment Limited (the “**Company**”) will be held at Macau Jockey Club, 3/F., East Wing, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Friday, 27 September 2019 at 4:00 p.m. to consider and, if thought fit, passing with or without modification, the following resolution as ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT** the proposed special interim dividend (“**Special Interim Dividend**”) of HK12.5 cents for each share of HK\$0.01 (each a “**Share**”) in the share capital of the Company held by the holders of the Shares (the “**Shareholders**”) whose names appear on the register of members of the Company on Tuesday, 8 October 2019 (the “**Record Date**”) and for each Share which the holders (the “**Bonus CB Holder(s)**”) of the bonus convertible bonds (“**Bonus CB(s)**”) issued by the Company on 9 January 2013 and 22 January 2014 respectively pursuant to deed polls constituting the Bonus CB(s) executed by the Company on the respective dates would have become a holder of, had such Bonus CB(s) been converted on the Record Date, be made out of the contributed surplus account of the Company to Shareholders whose names appear on the register of members of the Company on the Record Date and to the Bonus CB Holder(s) whose names appear on the register of the Bonus CB Holder(s) on the Record Date; and the directors of the Company be and are hereby authorized to do such acts and things and execute such documents which in their opinion may be necessary, desirable, expedient to carry out or to give effect to the Special Interim Dividend and the transactions contemplated under this resolution.”

By order of the Board
China Star Entertainment Limited
Heung Wah Keung
Chairman

Hong Kong, 11 September 2019

Registered office
Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

*Head office and principal place of business
in Hong Kong*
Unit 3409 Shun Tak Centre
West Tower
168-200 Connaught Road Central
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint another person (who must be an individual) as his proxy to attend and to vote on his behalf. A proxy need not be a member of the Company. A member may appoint any number of proxies to attend in his stead.
2. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally 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 the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
3. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon must be deposited with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment thereof should you so wish, and in such event, the instrument appointing the proxy shall be deemed to be revoked.
5. Any voting of the meeting should be taken by poll.
6. For determining the entitlement to attend and vote at the above meeting, the register of members of the Company will be closed from Wednesday, 25 September 2019 to Friday, 27 September 2019, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the special general meeting, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. (Hong Kong Time) on Tuesday, 24 September 2019.

As at the date of this notice, the executive directors of the Company are Mr. Heung Wah Keung, Ms. Chen Ming Yin, Tiffany and Ms. Li Yuk Sheung; the independent non-executive directors of the Company are Mr. Hung Cho Sing, Mr. Ho Wai Chi, Paul and Mr. Tang Chak Lam, Gilbert.