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## CHINA TRENDS HOLDINGS LIMITED

中國趨勢控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8171)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of the shareholders (the “**Shareholders**”) of China Trends Holdings Limited (the “**Company**”) will be held at 26/F., No. 9 Des Voeux Road West, Sheung Wan, Hong Kong on Monday, 23 November 2015 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution of the Company:

#### ORDINARY RESOLUTION

“**THAT**

- (a) the conditional second deed of amendment (the “**Second Deed of Amendment**”) dated 5 October 2015 (a copy of the Second Deed of Amendment is marked “A” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and entered into among the Company, China Technology Education Trust Association, Honour Sky International Limited, Ocean Space Development Limited, Metropower Holdings Limited and Wong Chak Keung (collectively, the “**Bondholders**”) to (i) remove the lockup period of six months commencing on the date of the allotment and issue of such new share(s) of the Company (the “**Conversion Shares**”) to be allotted and issued upon exercise of the conversion rights attached to the convertible bonds (the “**Convertible Bonds**”) in the initial principal amount of HK\$595,000,000 issued by the Company on 30 December 2009; (ii) amend the number of days the Company is required to deliver the share certificates after conversion of the Convertible Bonds from ten business days to one business day after the date of conversion; (iii) remove the restrictions for the conversion and transfer of the Convertible Bonds in multiples of HK\$10,000,000; (iv) amend the terms of the Convertible Bonds such that the Convertible Bonds shall be automatically converted into Conversion Shares on the business day next prior to the settlement date; and (v) permit the use of such form of instrument of transfer as the Board may approve for the transfer of the Convertible Bonds and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any one or more director(s) of the Company be and is/are hereby authorised to implement and take all steps and do all acts and things and execute all such documents (including under seal) which he/she/they consider necessary or expedient to give effect to the Second Deed of Amendment and the transactions contemplated thereunder.”

By order of the Board  
**China Trends Holdings Limited**  
**Xiang Xin**  
*Chairman and Chief Executive Officer*

Hong Kong, 6 November 2015

*Registered office:*

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

*Head office and principal place of  
business in Hong Kong:*

26/F, No. 9 Des Voeux Road West  
Sheung Wan  
Hong Kong

*Notes:*

1. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote on his behalf. A shareholder of the Company who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A proxy needs not be a shareholder of the Company.
2. A form of proxy for use at the EGM is enclosed herewith. Whether or not you are able to attend and vote at the EGM or at any adjournment (as the case may be) in person, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon as soon as possible. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any adjournment (as the case may be) thereof should you so wish. In the event that you attend the EGM after having returned the completed form of proxy, your form of proxy will be deemed to have been revoked.
3. In order to be valid, the form of proxy, 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, must be lodged with the branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at A18/F., Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM or at any adjournment (as the case may be) thereof.
4. In the case of joint registered holders of any share(s) of the Company, any one of such joint holders may attend and vote at the EGM or at any adjourned meeting thereof (as the case may be), either in person or by proxy, in respect of such share(s) as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the EGM or at any adjourned meeting thereof (as the case may be), the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

*As at the date of this announcement, the executive Directors are Mr. Xiang Xin, Ms. Zhong Keying and Mr. Wang Jianjun; the non-executive Director is Mr. Sun Kuan Chi, Mr. Kuk Peter Z, Mr. Ge Ming, Mr. Wang Wei and Mr. Xin Luo Lin; the independent non-executive Directors are Mr. Zhang Zhan Liang, Ms. An Jing, Mr. Chen Yicheng and Mr. Kwai Sze Kit. Ms. Kung Ching is an alternate Director to Mr. Xiang Xin.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on GEM website on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the Company website at [www.8171.com.hk](http://www.8171.com.hk).*