



LUXKING GROUP HOLDINGS LIMITED

(Incorporated in Bermuda on 15 December 2004)

(Company Registration Number: 36159)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Special General Meeting of Luxking Group Holdings Limited (the "**Company**") will be held at Hotel Re! @ Pearl's Hill, Re! Union, 175A Chin Swee Road, Level 2, Singapore 169879, on 26 October 2015 at 9.30 a.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 9.00 a.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution:

All capitalised terms used below which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 9 October 2015, unless the context otherwise requires.

AS AN ORDINARY RESOLUTION: THE PROPOSED SHARE CONSOLIDATION

That:

- (a) with effect from the date to be determined by the Directors of the Company, being the effective date of the Proposed Share Consolidation, every twenty (20) existing issued and unissued ordinary shares with a par value of HK\$0.50 each in the authorised and issued capital of the Company be consolidated into one (1) share with a par value of HK\$10.00 each in the authorised and issued capital of the Company, resulting in an authorised capital of HK\$500,000,000 comprising 50,000,000 ordinary shares with a par value of HK\$10.00 each in the capital of the Company and an issued capital of HK\$126,500,000 comprising up to 12,650,000 ordinary shares with a par value of HK\$10.00 each in the capital of the Company;
- (b) following the consolidation in paragraph (a) above, the Directors be and are hereby authorised to do all such acts and things as they consider necessary or expedient in connection with the consolidation, including but not limited to disregarding fractional entitlements, issuing new share certificates in respect of the Consolidated Shares and/or fractions of shares and making arrangements for the settlement and disposal of fractional entitlements, if any, arising from or in connection with the Proposed Share Consolidation and, in particular (but without prejudice to the generality of the foregoing), by aggregating any fractional entitlements arising as a result thereof and selling the same for the benefit of the Company in such manner and on such terms as the Directors may think fit and/or repurchasing (and, if thought fit, cancelling or holding as treasury shares) any fractional entitlements in such manner and on such terms as the Directors may think fit; and
- (c) the Directors of the Company and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including, without limitation, to execute all such documents, to approve any amendments, alterations or modifications to any documents and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities, as may be required) as they or he may consider necessary, desirable or expedient to give full effect to the matters contemplated by this Ordinary Resolution.

By Order of the Board

Cheng Lisa
Company Secretary
9 October 2015

Notes:

1. A Depositor who is an individual and who wishes to attend the Special General Meeting in person need not take any further action and can attend and vote at the Special General Meeting without the lodgement of any proxy form.
2. A Depositor who is an individual and who is unable to attend the Special General Meeting and who wishes to appoint nominee(s) to attend and vote on his/her behalf, and a Depositor which is a corporation, must complete and deposit the Depositor Proxy Form at the office of the Company's Singapore Share Transfer Agent, B.A.C.S. Private Limited, at 8 Robinson Road, #03-00 ASO Building, Singapore 048544, at least forty-eight (48) hours before the time of the Special General Meeting.
3. If the Depositor is a corporation, the Depositor Proxy Form must be executed under seal or the hand of its attorney duly authorised.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Special General Meeting and/or any adjournment thereof, a member of the Company or a Depositor, as the case may be, (i) consents to the collection, use and disclosure of the member's or Depositor's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Special General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Special General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member or Depositor discloses the personal data of the member's or Depositor's proxy(ies) and/or representative(s) to the Company (or its agents), the member or Depositor has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member or Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's or Depositor's breach of warranty.