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China Cyber Port (International) Company Limited

神州奧美網絡(國際)有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8206)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of the shareholders of China Cyber Port (International) Company Limited (the “**Company**”) will be held at the Meeting Room, Units 2115-2116, 21/F, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong on Friday, 26 March 2010 at 11:00 a.m. (or any adjournment thereof) for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions of the Company:

### ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the Second Service Agreements (all as defined in the circular of the Company dated 9 March 2010, a copy of each of the Second Service Agreements have been produced to this meeting marked “A”, “B” and “C” respectively and initialled by the chairman of this meeting for the purpose of identification) and the transactions respectively contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the annual caps in relation to the Second Service Agreements (as stated in the circular of the Company dated 9 March 2010), for each of the years ending respectively 31 March 2011, 2012 and 2013, be and are hereby approved; and
- (c) any one director (each a “**Director**”) of the Company be and is hereby authorised to do all other acts and things and execute all documents which he/she considers necessary or expedient for the implementation of and giving effect to the Second Service Agreements and the transactions respectively contemplated respectively thereunder.”

2. “**THAT** subject to the fulfillment of the terms and conditions set out in the subscription agreements both dated 13 February 2010 (the “**Subscription Agreements**”) entered into between the Company and Full Ocean Development Limited (or its nominee) (the “**First Subscriber**”) and Amazing International Holdings Limited (or its nominee) (the “**Second Subscriber**”) (a copy of each of the Subscription Agreements having been produced to

\* For identification purposes only

the meeting and marked “D” and “E” respectively and initialed by the chairman of the meeting for the purpose of identification) in respect of the subscription for an aggregate of 256,410,256 shares (the “**Subscription Shares**”) of HK\$0.01 each in the capital of the Company at a subscription price of HK\$0.78 each (the “**Subscription**”):

- (a) the Subscription Agreements in relation to the Subscription and the matters contemplated thereby be and are hereby approved, confirmed and ratified;
- (b) the terms and conditions of the Subscription be and are hereby approved and the Directors be and are hereby authorised to allot and issue the Subscription Shares to the First Subscriber and the Second Subscriber pursuant to the Subscription Agreements; and
- (c) any one Director be and is hereby authorised to do all such acts and things and execute all such documents, including under seal where applicable, as they consider necessary or expedient in connection with and to give effect to the Subscription.”

3. “**THAT**

- (a) the authorised share capital of the Company be increased from HK\$10,000,000 divided into 1,000,000,000 shares (each a “**Share**”) of HK\$0.01 each to HK\$100,000,000 divided into 10,000,000,000 Shares by the creation of additional 9,000,000,000 Shares; and
- (b) any one Director be and is hereby authorised to do all such acts and things and execute all such documents, including under seal where applicable, as they consider necessary or expedient in connection with and to give effect to the increase in authorised share capital of the Company.”

By order of the Board  
**China Cyber Port (International) Company Limited**  
**He Chenguang**  
*Chairman*

Hong Kong, 9 March 2010

*Registered office:*  
P.O. Box 309 GT  
Ugland House  
South Church Street  
Grand Cayman  
Cayman Islands

*Head office and principal place of  
business in Hong Kong:*  
Units 2115-2116  
21/F, China Merchants Tower  
Shun Tak Centre  
168-200 Connaught Road Central  
Hong Kong

*Notes:*

1. Subject to the provisions of the articles of association of the Company, any member of the Company entitled to attend and vote at the EGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy to represent and vote on his behalf at the EGM. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. On a poll, votes may be given either personally or by proxy.
2. A form of proxy for use at the EGM is enclosed with the circular of the Company dated 9 March 2010. Such form of proxy is also published on the website of the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) at [www.hkgem.com](http://www.hkgem.com). In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and returned, together with the power of attorney or other authority (if any) under which it is signed (or a copy which has been certified by a notary) to the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM or any adjourned meeting.
3. In the case of joint holders of Shares, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such Share as if he was solely entitled thereto, but if more than one of such joint holders are present at the EGM 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.
4. Completion and return of the form of proxy shall not preclude a member of the Company from attending and voting in person at the EGM and in such event, the form of proxy shall be deemed to be revoked.
5. Pursuant to the Rules Governing the Listing of Securities on GEM of the Stock Exchange, the voting on all the resolutions at the EGM will be conducted by way of poll.

*As at the date of this notice, the executive Directors are Mr. He Chenguang, Mr. Xiao Haiping, Mr. Zhang Peng and Ms. Weng Pinger and the independent non-executive Directors are Mr. Yip Tai Him, Ms. Cao Huifang and Ms. Liu Hong.*

*This notice, for which the directors of the Company 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

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