



# New World China Land Limited

## 新世界中國地產有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 0917)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “Meeting”) of New World China Land Limited (the “Company”) will be held at 10:30 a.m. on Monday, 16 October 2006 at Concord Room I, 8th Floor, Renaissance Harbour View Hotel, 1 Harbour Road, Hong Kong for the following purposes:

#### ORDINARY RESOLUTIONS

To consider and, if thought fit, with or without amendments, pass the following resolutions which will be proposed as ordinary resolutions:

1. **THAT,**

- (a) the participation agreement dated 11 September 2006 entered into between the Company, Solar Leader Limited and New World Development Company Limited (the “Participation Agreement”), a copy of the circular dated 29 September 2006 marked “A” and a copy of the Participation Agreement marked “B” have been produced to the Meeting and signed by the Chairman of the Meeting for the purpose of identification, and the terms of and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and
- (b) any one director of the Company be and is hereby authorised for and on behalf of the Company to execute all such documents and to do all such acts or things incidental to, ancillary to or in connection with the Participation Agreement.

2. **THAT** Ms. Ngan Man-ying, Lynda be re-elected as director of the Company.

By order of the Board of  
**New World China Land Limited**  
**Ngan Man-ying, Lynda**  
*Secretary*

Hong Kong, 29 September 2006

*Notes:*

1. A member entitled to attend and vote at the Meeting (or at any adjournment thereof) is entitled to appoint one or more proxies (who must be individuals) to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
2. To be effective, a 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 that power of attorney or authority, must be deposited at the Company’s branch share registrar in Hong Kong, Standard Registrars Limited at 26/F., Tresbury Centre, 28 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Completion and return of the proxy will not preclude any member from attending and voting in person should you so wish.
3. In case of joint registered holders of any shares of the Company, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such shares of the Company as if he/she was solely entitled thereto, but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of such holders so present whose name stands first in the register of members of the Company in respect of such shares of the Company shall alone be entitled to vote in respect thereof.
4. In accordance with article 99 of the articles of association of the Company, Ms. Ngan Man-ying, Lynda will retire as director of the Company at the Meeting and, being eligible, will offer herself for re-election.
5. As at the date of this notice, the board of directors of the Company comprises: (1) Dr. Cheng Kar-shun, Henry, Mr. Doo Wai-hoi, William, Mr. Cheng Kar-shing, Peter, Mr. Leung Chi-kin, Stewart, Mr. Chow Kwai-cheung, Mr. Chow Yu-chun, Alexander, Mr. Fong Shing-kwong, Michael and Ms. Ngan Man-ying, Lynda as executive directors; (2) Mr. Fu Sze-shing as non-executive director and (3) Mr. Cheng Wai-chee, Christopher, Mr. Tien Pei-chun, James and Mr. Lee Luen-wai, John as independent non-executive directors.

“Please also refer to the published version of this announcement in The Standard.”