



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 of New World China Land Limited (the "Company") will be held at Concord Room I, 8th Floor, Renaissance Harbour View Hotel, 1 Harbour Road, Hong Kong on Tuesday, 28 June 2005 at 11:00 a.m. for the purposes of considering and, if thought fit, passing the following resolution which will be proposed as ordinary resolution of the Company:

### ORDINARY RESOLUTION

"THAT,

- (a) the master service agreement dated 30 May 2005 entered into between the Company and New World Development Company Limited ("NWD") (the "Master Service Agreement"), a copy of the circular dated 10 June 2005 (the "Circular") marked A and a copy of the Master Service 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 (the "Continuing Connected Transaction") be and are hereby approved, ratified and confirmed;
- (b) the annual caps (as defined in the Circular) in relation to the Continuing Connected Transaction be and are hereby approved, ratified and confirmed; and
- (c) 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 Continuing Connected Transaction."

By Order of the Board  
**Chow Yu-chun, Alexander**  
*Company Secretary*

Hong Kong, 10 June 2005

*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting convened by the above notice (or at any adjournment thereof) is entitled to appoint a proxy to attend and vote on poll instead of him/her at the meeting. A proxy needs not be a member of the Company.
2. To be valid, 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 lodged at the Company's branch share registrar in Hong Kong, Standard Registrars Limited, G/F., Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, 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.

*As at the date hereof, the board of directors of the Company comprises (1) Dr. Cheng Kar-shun, Henry, Messrs. Doo Wai-hoi, William, Cheng Kar-shing, Peter, Leung Chi-kin, Stewart, Chow Kwai-cheung, Chow Yu-chun, Alexander, Fong Shing-kwong, Michael as executive directors; (2) Mr. Fu Sze-shing as non-executive director; and (3) Messrs. Cheng Wai-chee, Christopher, Tien Pei-chun, James and Lee Luen-wai, John as independent non-executive directors.*

*Please also refer to the published version of this announcement in the (The Standard)*