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PROSTEN TECHNOLOGY HOLDINGS LIMITED

長達科技控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8026)

**ANNOUNCEMENT RELATING TO THE
PROPOSED CHANGE OF AUDITORS
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

PROPOSED CHANGE OF AUDITORS

The board of directors (the “Board”) of Prosten Technology Holdings Limited (the “Company”) wishes to recommend the shareholders (the “Shareholders”) of the Company to consider and, if thought fit, pass the resolution set out in the Notice of Extraordinary General Meeting below as an ordinary resolution, to change auditors of the Company and its subsidiaries (the “Group”) with effect from the date on which such resolution is passed.

The proposed change of auditors was due to the fact that the Company and Messrs. RSM Nelson Wheeler (“RSM”) have not been able to reach an agreement in relation to the audit fee for the financial year ended 31 March 2008 and that RSM resigned as auditors of the Group with effect from 17 April 2008. The letter of resignation received by the Company from RSM confirmed that there were no circumstances connected with their resignation which they considered should be brought to the attention of the Shareholders or creditors of the Company. The Board also confirms that there are no circumstances in respect of the change of the auditors which they consider should be brought to the attention of the Shareholders of the Company.

The Board, in accordance with the articles of association of the Company, has resolved to appoint Messrs. Ernst & Young (“E&Y”) as the new auditors of the Group to fill the casual vacancy arising from the resignation of RSM, subject to and upon the approval of the Shareholders of the Company at the Extraordinary General Meeting of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

The Board confirms that RSM have not yet commenced any audit work on the accounts of the Group for the financial year ended 31 March 2008. It is expected that the proposed change of auditors will not affect the release of annual results of the Company for the financial year ended 31 March 2008.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Prosten Technology Holdings Limited (the “Company”) will be held at Room 1506, 15/F., Tai Tung Building, 8 Fleming Road, Wanchai, Hong Kong on Thursday, 22 May 2008 at 10:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT** Messrs. Ernst & Young be and are hereby appointed as the auditors of the Group to fill the casual vacancy following the resignation of Messrs. RSM Nelson Wheeler and to hold office until the conclusion of the next annual general meeting of the Company at a fee to be fixed by the Board of the Company.”

By Order of the Board
PROSTEN TECHNOLOGY HOLDINGS LIMITED
Yip Heon Wai
Chairman

Hong Kong, 6 May 2008

Registered office:

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

Head office and

principal place of business in Hong Kong:
Room 1506, 15/F., Tai Tung Building
8 Fleming Road
Wanchai
Hong Kong

As at the date of this announcement, the Board comprises the following Directors:

Mr. Yip Heon Wai (*Executive Director*)
Mr. Yip Heon Keung (*Executive Director*)
Dr. Xu Zhiming (*Non-executive Director*)
Mr. Zhang Ying (*Non-executive Director*)
Mr. James T. Siano (*Independent Non-executive Director*)
Ms. Tse Yuet Ling, Justine (*Independent Non-executive Director*)
Ms. Lai May Lun (*Independent Non-executive Director*)

Notes to the Notice of Extraordinary General Meeting:

1. Any member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy to attend and on a poll, vote in his stead. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

2. A form of proxy for use at the Extraordinary General Meeting will be despatched to members of the Company as soon as practicable. To be valid, the form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notorially certified copy of such power of attorney or authority, must be deposited at the offices of Tricor Tengis limited, the Hong Kong branch share registrar and transfer office of the Company, at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai., Hong Kong not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or any adjournment thereof.
3. Completion and delivery of the form of proxy will not preclude members of the Company from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof should they so wish.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquires, 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 announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the day of its posting and on the Company's website at www.prosten.com.

** For identification purpose only*