

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



**JINHENG AUTOMOTIVE SAFETY TECHNOLOGY HOLDINGS LIMITED**  
**錦恆汽車安全技術控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(STOCK CODE: 8293)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (“EGM”) of Jinheng Automotive Safety Technology Holdings Limited (the “**Company**”) will be held at 33<sup>rd</sup> Floor, 9 Queen’s Road Central, Central, Hong Kong at 10:00 am on Monday, 30 June 2008 for the purposes of considering and, if thought fit, passing the following resolution as ordinary resolution:

**ORDINARY RESOLUTION**

**“THAT”**

- (a) the agreement dated 23 May 2008 (the “**Tranche 2 Subscription Agreement**”) between, among others, (i) Shiny Bright Holdings Limited (“**Shiny Bright**”) as grantor, (ii) Orchid Asia IV, L.P. and Orchid Asia IV Co-Investment, Limited (collectively, the “**Investors**”) as grantees, (iii) Honest Bright Group Limited, and (iv) the Company in relation to the grant by Shiny Bright of an option (“**Tranche 2 Subscription Option**”) to subscribe for such number of Series A-2 preferred shares in Shiny Bright (as the Investors may decide in its discretion) at the price per share equal to 130% of the then applicable conversion price of Series A-1 preferred shares, a copy of the Tranche 2 Subscription Agreement has been produced to this meeting marked “A” and signed by the Chairman of the meeting for the purpose of identification, and the transactions contemplated by the Tranche 2 Subscription Agreement (including but not limited to the grant by Shiny Bright, and exercise by the Investors, of the Tranche 2 Subscription Option) be and are hereby approved, confirmed and ratified; and
- (b) the directors of the Company be and are hereby authorised to do all other acts and things and execute all documents which they consider necessary or expedient for the implementation of and giving effect to the Tranche 2 Subscription Agreement and the transactions contemplated thereunder (including but not limited to the grant by Shiny Bright, and exercise by the Investors, of the Tranche 2 Subscription Option).”

By order of the Board  
**Jinheng Automotive Safety Technology Holdings Limited**  
**Li Feng**  
*Chairman*

Hong Kong, 13 June 2008

**Registered office:**  
Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

**Head office and principal place of business  
in the PRC:**  
Unit 2, Building 38  
No.2 Jing Yuan North Street  
Beijing Economic Technological  
Development Area  
Beijing  
PRC

**Principal place of business in Hong Kong:**  
Unit 605  
6<sup>th</sup> Floor  
Beautiful Group Tower  
74-77 Connaught Road Central  
Hong Kong

**Notes:**

1. *A member entitled to attend and vote at the EGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. 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. *In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Room 1712-1716, 17<sup>th</sup> Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he so wish.*
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 holder 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.*

*As at the date of this announcement, the Board comprises Mr. Li Feng, Mr. Xing Zhanwu, Mr. Zhao Qingjie, Mr. Yang Donglin, Mr. Foo Tin Chung, Victor who are executive Directors, Mr. Li Hong and Mr. Zeng Qingdong who are non-executive Directors and Mr. Chan Wai Dune, Mr. Huang Shilin and Mr. Zhu Tong who are independent non-executive Directors.*

*This announcement, for which the Directors 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 announcement will remain on the GEM website on the "Latest Company Announcements" page for at least seven days from the day of its posting and on the website of the Company at [www.jinhengholdings.com](http://www.jinhengholdings.com).*