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YUSEI HOLDINGS LIMITED
友成控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8319)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Yusei Holdings Limited (the “**Company**”) will be held at 4:00 p.m. on 24 June 2010 at No. 8 Youcheng Road, Xiaoshan Economy & Technology Development Zone, Zhejiang 311215, The People’s Republic of China for the following purpose:

SPECIAL RESOLUTION

To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

“**THAT** the new articles of association, the form of which has been circulated with the notice convening this meeting and produced to this meeting marked “A” and signed by the chairman of the meeting for the purpose of identification, be and are hereby approved and adopted in replacement and to the exclusion of the Company’s existing articles of association and the directors of the Company be and are hereby authorized to do all such acts, deeds and things as they shall, in their absolute discretion, deem fit in order to effect the foregoing.”

By order of the Board
Yusei Holdings Limited
Katsutoshi Masuda
Chairman

PRC, 31 May 2010

Notes:

- i. Any member entitled to attend and vote at the aforesaid meeting of the Company is entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding shares in the Company. A proxy need not be a member of the Company.
- ii. To be valid, the form of proxy together with any power of attorney or other authority under which it is signed or a certified copy of that power of attorney or authority must be deposited with the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the EGM or any adjournment thereof.
- iii. Completion and return of the form of proxy will not preclude members from attending and voting at the aforesaid meeting or any adjournment thereof.
- iv. A form of proxy for use at the extraordinary general meeting is enclosed herewith.
- v. Concerning the special resolution set out in the above notice, approval is being sought to amend the existing articles of association by adoption of a new form of articles of association in order to comply with Appendix 3 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules") and certain provision of the Code on Corporate Governance Practices contained in Appendix 15 of the GEM Listing Rules.
- vi. The Chinese translation of this notice (including the contents of the proposed resolution set out therein) is for reference only. In case of inconsistency, the English version shall prevail.
- vii. Attendants should bear their own travelling, accommodation and other expenses.

As at the date of this announcement, the executive director is Mr. Xu Yong; the non-executive directors are Mr. Katsutoshi Masuda, Mr. Akio Suzuki, Mr. Toshimitsu Masuda and Mr. Toshinobu Ito; the independent non-executive directors are Mr. Lo Ka Wai, Mr. Fan Xiaoping and Mr. Hisaki Takabayashi.

This announcement, for which the directors of Yusei Holdings Limited 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 Yusei Holdings Limited. 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 at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the day of its posting enquires.

** for identification purpose only*