



Shanghai Land Holdings Limited

上海地產控股有限公司

(Receivers Appointed)

(Incorporated in Hong Kong with limited liability)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of the Shareholders of Shanghai Land Holdings Limited (Receivers Appointed) (the “Company”) will be held at Theatre 1, Hong Kong Convention and Exhibition Centre, 1 Harbour Road, Wanchai, Hong Kong (Harbour Road Entrance, Old Wing) on Tuesday, 23 December 2003 at 9:30 a.m. for the following purposes:

1. To receive and consider the Audited Financial Statements for the year ended 30 June 2003 together with the Reports of the Directors and Auditors thereon.
2. To re-elect Directors and to approve the Directors’ fees for the year ending 30 June 2004.
3. To re-appoint the Auditors.

A Special Notice was received from a member of the Company pursuant to Sections 116C and 132(1) of the Companies Ordinance of his intention to propose the following resolution as an Ordinary Resolution:

“**THAT** Nexia Charles Mar Fan & Co., Certified Public Accountants, the retiring Auditors, who were appointed as Auditors of the Company to fill the casual vacancy during the year, be re-appointed Auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company at a remuneration to be agreed with the Company.”

For and on behalf of
Shanghai Land Holdings Limited
(Receivers Appointed)

Stephen Liu Yiu Keung
Yeo Boon Ann
Joint and Several Receivers

Hong Kong, 28 November 2003

Notes:

1. A Member entitled to attend and vote at the above Meeting may appoint one or more proxies to attend and to vote on his behalf. A proxy need not be a Member of the Company.
2. In order to be valid, the form of proxy and 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 Share Registrar, Computershare Hong Kong Investor Services Limited at Rooms 1901-5, 19th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time fixed for holding the Meeting or any adjournment thereof.