



# VANDA SYSTEMS & COMMUNICATIONS HOLDINGS LIMITED

## 中聯系統控股有限公司

*(incorporated in Bermuda with limited liability)*

### NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of the shareholders of Vanda Systems & Communications Holdings Limited (the "Company") will be held on Friday, 5 March 2004 at 10:30 a.m. at Harbour Plaza North Point Hong Kong at 665 King's Road, North Point, Hong Kong for the purpose of considering and, if thought fit, passing the following resolution as a special resolution of the Company:

#### SPECIAL RESOLUTION

**"THAT**, subject to and conditional upon completion of the HGC Acquisition Agreement (as defined in the announcement of the Company dated 10 February 2004), and subject to and conditional upon the approval of the Registrar of Companies in Bermuda, the name of the Company be and is changed to "Hutchison Global Communications Holdings Limited" and the Chinese name of the Company, for identification purposes, be and is changed to "和記環球電訊控股有限公司".

By Order of the Board  
**LEE Sung Kit**  
*Company Secretary*

Hong Kong, 10 February 2004

Notes:

1. A form of proxy for use at the meeting will be despatched to the members by post.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person authorised to sign the same.
3. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
4. In order to be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed, or a notorially certified copy of such power or authority, must be lodged with the head office and principal place of business of the Company at Lincoln House 408, Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting thereof (as the case may be).
5. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
6. Where there are joint registered holders of any Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the meeting, the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

Please also refer to the published version of this announcement in The Standard dated 11 February 2004.