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SAMLING GLOBAL LIMITED

三林環球有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 3938)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Samling Global Limited (the “Company”) will be held at Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Monday, 28 May 2012 at 9:00 a.m. (Hong Kong time) (or immediately after the meeting of the Scheme Shareholders as defined in the Scheme (set out in the composite scheme document of which this notice forms part) convened by the direction of the Supreme Court of Bermuda at the same place and on the same day shall have been concluded or adjourned, whichever is the later), for the purposes of considering and, if thought fit, passing the following resolutions of which Resolutions 1.(a) and 1.(b) will be proposed as special resolutions and Resolutions 2.(a), 2.(b) and 2.(c) will be proposed as ordinary resolutions):

SPECIAL RESOLUTIONS

1. **“THAT:**

- (a) for the purposes of giving effect to the scheme of arrangement dated 30 April 2012 (the “Scheme”), in the form of the print contained in the composite scheme document of which this notice forms part dated 30 April 2012, between the Company and the Scheme Shareholders (as defined in the Scheme), with any modifications thereof or additions thereto or subject to any conditions approved or imposed by the Court (as defined in the Scheme), on the Effective Date (as defined in the Scheme) the issued share capital of the Company shall be reduced by cancelling and extinguishing the Scheme Shares (as defined in the Scheme); and
- (b) any one of the directors of the Company (“Director”) be and is hereby authorised to do all acts and things as considered by him to be necessary or desirable in connection with the completion of the Scheme, including (without limitation) the giving or implementation of consent to any modifications of, or additions to, the Scheme, which the Court (as defined in the Scheme) may see fit to impose and to do all other acts and things as considered by him to be necessary or desirable in connection with the Proposal (as defined in the Scheme).”

* *for identification purposes only*

ORDINARY RESOLUTIONS

2. **“THAT SUBJECT TO RESOLUTIONS 1.(a) AND 1.(b) ABOVE BEING APPROVED:**
- (a) the Company shall allot and issue at par such number of New Shares (as defined in the Scheme) to Samling Strategic Corporation Sdn. Bhd. (“SSC”) as is equal to the number of Scheme Shares cancelled and extinguished, as referred to in 1.(a) above, immediately upon and contemporaneously with such cancellation and extinguishment of the Scheme Shares on the Effective Date (as defined in the Scheme).
 - (b) the Company shall apply the credit arising in its books of account as a result of the reduction of share capital referred to in 1.(a) above in paying-up in full at par the New Shares to SSC referred to in 2.(a) above; and
 - (c) any one of the Directors be and is hereby authorised to do all acts and things as considered by him to be necessary or desirable in order to give effect to the transactions referred to in 2.(a) and 2.(b) above.”

By Order of the Board
SAMLING GLOBAL LIMITED
Chan Hua Eng
Chairman of the Board

Hong Kong, 30 April 2012

Notes:

- 1. A shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his/her/its stead. A proxy need not be a shareholder of the Company, but must attend the meeting in person to represent him/her.
- 2. A **white** form of proxy for use at the meeting is enclosed. Whether or not you intend to attend the meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon.
- 3. To be valid, the **white** form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the white form of proxy will not preclude a shareholder of the Company from attending and voting in person at the meeting concerned and, in such event, his/her/its form of proxy shall be deemed to have been revoked.
- 4. In case of a shareholder of the Company which is a corporation, it may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at the meeting and exercise the same powers on its behalf as if it were an individual shareholder of the Company.

5. In the case of joint holders of a share of the Company, any one of such joint holders may vote at the meeting either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, that one of such holders whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased shareholder in whose name any share of the Company stands shall for this purpose be deemed joint holders thereof.
6. At the meeting, the chairman thereof will exercise his power under the Bye-Laws of the Company to put the above resolution to the vote by way of a poll.
7. The register of members of the Company will be closed from Tuesday, 22 May to Monday, 28 May 2012 (both dates inclusive) during which period no transfer of shares of the Company will be registered. In order to be entitled to attend and vote at the meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 21 May 2012.

As at the date of this notice, the board of directors of the Company comprises the following directors:

Executive Director:

Yaw Chee Ming

Non-executive Director:

Chan Hua Eng

Independent Non-executive Directors:

Fung Ka Pun

Tan Li Pin Richard

David William Oskin

Amirsham A Aziz