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IN THE GRAND COURT OF THE CAYMAN ISLANDS FINANCIAL SERVICES DIVISION

Cause No. FSD 5 of 2014 (AJH)

IN THE MATTER of sections 15 and 86 of the Companies Law (2013 Revision)

AND IN THE MATTER of the Grand Court Rules 1995 Order 102

AND IN THE MATTER of Magic Holdings International Limited

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order (the “**Order**”) made in the above matter, the Grand Court of the Cayman Islands (the “**Court**”) has directed a meeting (the “**Court Meeting**”) to be convened of the Shareholders (as defined in the Scheme of Arrangement hereinafter mentioned) for the purpose of considering and, if thought fit, approving, with or without modifications, a scheme of arrangement (the “**Scheme of Arrangement**”) proposed to be made between Magic Holdings International Limited (the “**Company**”) and the Shareholders and that the Court Meeting will be held at Marina Room I, 2/F, The Excelsior Hotel, 281 Gloucester Road, Causeway Bay, Hong Kong, on Monday, 24 March 2014 at 2:00 p.m. at which place and time all Shareholders are invited to attend.

A copy of the Scheme of Arrangement and a copy of an explanatory memorandum explaining the effect of the Scheme of Arrangement are incorporated in the composite scheme document of which this Notice forms part. A copy of the composite scheme document can also be obtained by the Shareholders from the Hong Kong share registrar of the Company, Tricor Investor Services Limited, at 26/F, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong.

Shareholders may vote in person at the Court Meeting or they may appoint one or more proxies, whether a member of the Company or not, to attend and vote in their stead. A **pink** form of proxy for use at the Court Meeting is enclosed with the composite scheme document dated 28 February 2014 despatched to members of the Company on 28 February 2014.

In the case of joint holders of a share, the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

It is requested that forms appointing proxies be deposited at the Hong Kong share registrar of the Company in Hong Kong at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not later than 2:00 p.m. on Saturday, 22 March 2014, but if forms are not so lodged they may be handed to the chairman of the Court Meeting, who has absolute discretion as to whether or not to accept them, at the Court Meeting pursuant to the Order.

By the Order, the Court has appointed Mr. Tang Siu Kun Stephen, a director of the Company, or failing him, Mr. Cheng Wing Hong, also a director of the Company, or failing him, any other person who is a director of the Company as at the date of the Order, to act as the chairman of the Court Meeting and has directed the chairman of the Court Meeting to report the results of the Court Meeting to the Court.

The Scheme of Arrangement will be subject to a subsequent application seeking the sanction of the Court.

By order of the Court

Dated 28 February 2014

Magic Holdings International Limited

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Cayman Islands

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Causeway Bay, Hong Kong

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Tang Siu Kun Stephen (Chairman), Mr. She Yu Yuan, Mr. Luo Yao Wen, Mr. Cheng Wing Hong; two non-executive Directors, namely Mr. Sun Yan and Mr. Chen Dar Cin; and three independent non-executive directors, namely Professor Dong Yin Mao, Professor Yang Rude and Mr. Yan Kam Tong.