



E. BON HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

怡 邦 行 控 股 有 限 公 司

(Stock Code: 599)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of E. Bon Holdings Limited (“the Company”) will be held at 16th Floor, First Commercial Building, 33 Leighton Road, Causeway Bay, Hong Kong on Thursday, 28 February 2008 at 10:30 a.m. for the purpose of considering and if thought fit, passing the following resolution as an ordinary resolution of the Company:

Ordinary Resolution:

“THAT

- (1) subject to the approval of the Listing Committee of The Stock Exchange of Hong Kong Limited, for the listing of and for permission to deal in up to 10 million new ordinary shares of HK\$0.1 each in the Company to be issued hereunder, a sum of up to HK\$1 million (“the Sum”) from the share premium of the Company, which stood at approximately HK\$110.07 million at Company level, based on the audited financial statements of the Company for the financial year ended 31 March 2007, be capitalised;
- (2) the Directors of the Company (“Directors”) be and are hereby authorised to:
 - (i) apply the Sum in paying up in full at par up to 10 million new ordinary shares (“Bonus Shares”) of the Company’s unissued shares which, upon allotment and issue, the Bonus Shares shall rank pari passu in all respects with the then existing ordinary shares of HK\$0.1 each in the Company (“Shares”), save and except that the Bonus Shares shall not be entitled to any of the proposed interim dividend for the six months ended 30 September 2007;
 - (ii) make the necessary applications and do all things necessary at the appropriate time or times to the Listing Committee of The Stock Exchange of Hong Kong Limited for the listing of and for permission to deal in the Bonus Shares which will be allotted and issued pursuant to the Proposed Bonus Issue;
 - (iii) allot and issue such Bonus Shares as paid-up amongst the shareholders of the Company whose names appear on the register of members of the Company as at the close of business of 2 January 2008, in the proportion of one (1) new Bonus Shares for every Twenty (20) existing Shares then held and that no fractional Shares (if any) shall be issued and Shares representing fractions shall be aggregated and sold for the benefit of the Company (in accordance with Article 144 of the Company); and

- (iv) sign and execute all documents, and do all acts and things as may be required for or in connection with and to give effect to and implement the Proposed Bonus Issue with full power to assent to any modifications, conditions, variations and/or amendments that may be required by the Listing committee of The Stock Exchange of Hong Kong Limited; and
- (3) the Bonus Shares so allotted shall be treated for all purposes as an increase of the capital held by such shareholder and not as income.”

By order of the Board
E. Bon Holdings Limited
LAU Shiu Sun
Executive Director

Hong Kong, 1 February 2008

Registered Office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head Office and principal place
of business:*
16th–18th Floor
First Commercial Building
33 Leighton Road
Causeway Bay
Hong Kong

Notes:

1. A form of proxy for use at the meeting is enclosed.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer, attorney or other person authorised to sign the same.
3. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
4. In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such authority, must be deposited at the office of the Company's branch registrar in Hong Kong, Tricor Abacus Limited at 26th Floor Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or adjourned meeting, as the case may be.

As at the date of this notice, the executive directors of the Company are Mr. TSE Sun Fat, Mr. TSE Sun Po, Mr. TSE Sun Lung, Mr. YICK Kai Chung, Mr. LAU Shiu Sun and Mr. FUNG Cheuk Hang, Jackie and the independent non-executive directors are Mr. LEUNG Kwong Kin J.P., Mr. WONG Wah and Mr. WAN Sze Chung.