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DEFINITIONS

In this Circular, unless the context otherwise requires, the following expressions have the following meanings:

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, 88 , 10:30 . . .
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17 21 ,

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, 22 (3 1961,
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20%

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A

DEFINITIONS

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12 2008

10%

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571

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() \$0.10

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2009

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2009,

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LETTER FROM THE BOARD

GRANT OF GENERAL MANDATE, REPURCHASE MANDATE AND EXTENSION MANDATE

6 2010, () ;

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A . A A ,

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20%

1,200,526,936

A ,

240,105,387;

()

10%

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A

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A

1. LISTING RULES RELATING TO THE REPURCHASE OF SHARES

A

2. SHARE CAPITAL

A

1,200,526,936

A

120,052,693

10%

3. REASONS FOR REPURCHASES

4. FUNDING OF REPURCHASES

As of December 31, 2010, the Company has repurchased \$100 million of its common stock. The repurchases were funded through the Company's cash resources and the proceeds from the sale of certain assets. The Company has not repurchased any of its common stock since December 31, 2010.

5. GENERAL

The Company's common stock is listed on the New York Stock Exchange under the symbol "ABC". The Company's common stock is traded on a daily basis. The Company's common stock is held by approximately 100 million shareholders as of December 31, 2010.

6. SHARE PRICES

	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2010		
	8.20	5.75
A	10.10	7.53
	9.63	7.46
	9.50	8.05
	9.00	7.90
A	10.56	8.50
	13.08	10.00
	13.98	11.58
	12.74	10.30
	12.24	11.10
2011		
	12.20	9.35
	10.46	8.70
()	11.32	9.90

7. UNDERTAKING

A A

8. CONNECTED PERSON

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9. THE TAKEOVERS CODE AND MINIMUM PUBLIC HOLDING

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() 26
A
661,500,000 55.10 X
X 61.22
26
25%.

10. SHARE PURCHASE MADE BY THE COMPANY

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A 105(A) A A

EXECUTIVE DIRECTORS

Mr. Wang Liang Xing (王良星先生), 48,

13

2008. A 1995

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() A X
(). () 20

A ()
A () 50
2005 A (2005 50)
2010 (2010).

4 2009

A A A
1,200,000
8%

12-

Mr. Pan Rong Bin (潘榮彬先生), 37,
2003
13 2008.
A 2011,
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(
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() 2006. 2001 2005,
() 1995 2007,
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() 2006.
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4 2009
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540,000
8%
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APPENDIX II

DETAILS OF THE DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

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 X) X
) , .
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 13.51(2)

Dr. Lu Hong Te (吕鸿德博士), 50,

13 2008.

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1985 1992,

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(: 8076)

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((: 2020))

((: 1966)),

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13.51(2)

NOTICE OF ANNUAL GENERAL MEETING

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NOTICE OF ANNUAL GENERAL MEETING

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NOTICE OF ANNUAL GENERAL MEETING

Rights Issue

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6. THAT:

() () (**Directors**)
() ()
(**Shares**) \$0.10 (**Stock**
Exchange)

(**SFC**)

22 (3 1961,

() ()
10%

() , **Relevant Period**

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NOTICE OF ANNUAL GENERAL MEETING

3. The Registrar of Companies (Hong Kong Share Registrar) is the Registrar of Companies for the purposes of the Companies Ordinance (Chapter 620 of the Laws of Hong Kong) and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 622 of the Laws of Hong Kong) in relation to the Company. The Registrar's office is located at 17 Des Voeux Road, Central, Hong Kong. The Company's registered office is located at 48 Des Voeux Road, Central, Hong Kong.

4. The meeting will be held at 27 A, 2011, 3, 2011 (), 1712-1716, 17, 183, 4:30 . . . 26 A, 2011.

5.

6. 5,

7. 6,
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X,
X,
X,