

*The Stock Exchange of Hong Kong Limited takes no responsibilities for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**Meadville Holdings Limited**  
**美維控股有限公司**  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code : 3313)

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board intends to propose to the shareholders of the Company at the forthcoming annual general meeting for approval of a special resolution to amend the articles of association of the Company in order to, among other matters, provide the shareholders with choices and flexibility in receiving notice, document or corporate communication in printed form or by electronic means and in either English or Chinese only or in both languages, subject to the applicable statutes, regulations and rules.

This announcement is made pursuant to rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. A circular containing, among other things, particulars of the proposed amendments to the articles of association and a notice of the annual general meeting, will be dispatched to the shareholders of the Company in due course.

The board of directors (the “Board”) of Meadville Holdings Limited (the “Company”) proposes to amend the articles of association of the Company (the “Articles of Association”) to give the shareholders of the Company (the “Shareholders”) flexibility and choices in receiving notice, document or corporate communication in printed form or by electronic means and in either English or Chinese only or in both languages, subject to the applicable statutes, regulations and rules.

The existing Articles of Association permit the Company to send notice or document using electronic means or to distribute summarized financial statements in lieu of the full financial statements. However, the following provisions are not specified in the relevant articles of the existing Articles of Association:-

1. any notice or document shall include any “corporate communication” within the meaning ascribed thereto under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).
2. any notice or document to be served on or delivered to any Shareholder may be by way of such electronic means as permissible under the Listing Rules.
3. any notice or document or corporate communication may be given to a Shareholder either in English only or Chinese only or in both English and Chinese, subject to compliance with all applicable statutes, rules and regulations.

Accordingly, the Board intends to make the following changes to the Articles of Association by way of proposed amendments thereto:-

- (a) change to article 178(A)(i) To add that any document to be served on or delivered to any Shareholder shall be in writing or contained in an electronic communication as permitted by the Companies Law of the Cayman Islands and the Listing Rules.
- (b) change to article 178(A)(ii) To clarify that any notice or document (including corporate communication) to be served on or delivered to any Shareholder may be by way of such electronic means as permissible under the Listing Rules.
- (c) new article 180(B) To specify the language of notice or document or corporate communication.

The proposed amendments to the Articles of Association will be put forward to the Shareholders for approval by way of a special resolution at the forthcoming annual general meeting of the Company (the "AGM") to be held at Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Monday, 2 June 2008 at 2:00 p.m..

This announcement is made pursuant to rule 13.51(1) of the Listing Rules. The Company will comply with the requirements set out in rules 2.07A and 2.07B of the Listing Rules, including making further announcement, for the implementation of the proposal for election of language and means of receipt of notice, document and corporate communication after the aforesaid special resolution has been approved by Shareholders at the AGM.

A circular containing, among other things, details of the proposed amendments to the Articles of Association and a notice of AGM, will be dispatched to the Shareholders in due course.

For and on behalf of  
**Meadville Holdings Limited**  
**Ng Sai Yee**  
*Company Secretary*

Hong Kong, 24 April 2008

*As at the date of this announcement, the Board comprises seven directors, of which Mr. Tang Hsiang Chien, Mr. Tang Chung Yen, Tom, Mr. Chung Tai Keung, Canice and Ms. Tang Ying Ming, Mai are executive directors of the Company, Mr. Lee, Eugene, Mr. Leung Kwan Yuen, Andrew and Dr. Li Ka Cheung, Eric are independent non-executive directors of the Company.*