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If you have sold or transferred all your securities in **Century City International Holdings Limited**, you should at once hand this circular and the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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世紀城市國際控股有限公司

Century City

International Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 355)

**RE-ELECTION OF DIRECTORS,
GENERAL MANDATE TO REPURCHASE ORDINARY SHARES
AND 2011 WARRANTS
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the 2007 Annual General Meeting of Century City International Holdings Limited (the "Company") to be held at the Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Tuesday, 12th June, 2007 at 12:00 noon is appended to this circular. If you do not propose to attend the Meeting, you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's branch registrar in Hong Kong, Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the Meeting or at any adjourned meeting should you so wish.

30th April, 2007

CONTENTS

	<i>Page</i>
Letter from the Chairman	
Re-election of Directors	2
General Mandate to Repurchase Ordinary Shares and 2011 Warrants	2
Notice of Annual General Meeting	2
Appendix I — Particulars of Directors Offering for Re-election	3
Appendix II — Explanatory Statement on Repurchase of Ordinary Shares and 2011 Warrants	6
Appendix III — Procedures of Voting by Poll at General Meetings	9
Notice of Annual General Meeting	10

LETTER FROM THE CHAIRMAN



世紀城市國際控股有限公司
Century City
International Holdings Limited
(Incorporated in Bermuda with limited liability)

(Stock Code: 355)

Directors:

LO Yuk Sui (*Chairman and Chief Executive Officer*)
Kenneth NG Kwai Kai (*Chief Operating Officer*)
Anthony CHUANG*
Donald FAN Tung
Jimmy LO Chun To
LO Po Man
NG Siu Chan*
WONG Chi Keung*

*Head office and principal place
of business:*

11th Floor, 68 Yee Wo Street
Causeway Bay
Hong Kong

* *Independent Non-Executive Directors*

30th April, 2007

*To the Shareholders and, for information only,
to the Warrantheolders*

Dear Sir or Madam,

**RE-ELECTION OF DIRECTORS,
GENERAL MANDATE TO REPURCHASE ORDINARY SHARES
AND 2011 WARRANTS
AND
NOTICE OF ANNUAL GENERAL MEETING**

The purpose of this circular is to provide the Shareholders of the Company with requisite information with respect to the resolutions to be proposed at the forthcoming annual general meeting of the Company to be held on 12th June, 2007 (the “2007 Annual General Meeting”) relating to (1) the re-election of the Directors of the Company who will retire and, being eligible, have offered themselves for re-election at the 2007 Annual General Meeting, and (2) the grant of a general mandate (the “Repurchase Mandate”) to the Directors of the Company for the repurchase of its ordinary shares of HK\$0.01 each (“Ordinary Shares”) and warrants carrying rights to subscribe for new Ordinary Shares at a subscription price of HK\$0.10 per share (subject to adjustment) on or before 11th January, 2011 (Stock Code: 441) (“2011 Warrants”) on the terms set out in the Ordinary Resolution 5(A) (the “Repurchase Proposal”) as contained in the Notice of the 2007 Annual General Meeting.

LETTER FROM THE CHAIRMAN

Re-election of Directors

In accordance with Bye-law 109(A) of the Bye-laws of the Company and for compliance with the Code on Corporate Governance Practices (the “Code”) set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “Listing Rules”), Mr. Anthony CHUANG and Mr. NG Siu Chan, two of the Independent Non-Executive Directors, will retire from office by rotation at the 2007 Annual General Meeting.

In accordance with Bye-law 100 of the Bye-laws of the Company, Mr. Donald FAN Tung and Miss LO Po Man, who were appointed as Executive Directors of the Company subsequent to the last annual general meeting of the Company held on 16th June, 2006, shall both hold office until the 2007 Annual General Meeting.

Mr. Anthony CHUANG, Mr. Donald FAN Tung, Miss LO Po Man and Mr. NG Siu Chan (collectively, the “Retiring Directors”), being eligible, have offered themselves for re-election at the 2007 Annual General Meeting.

The re-election of the Retiring Directors at the 2007 Annual General Meeting will not be for any specific term of office, but they will be subject to retirement by rotation and re-election at annual general meetings in accordance with the Bye-laws of the Company and the retirement requirement under the Code. The particulars of the Retiring Directors offering for re-election, which are required to be disclosed pursuant to the Listing Rules, are set out in Appendix I to this circular.

General Mandate to Repurchase Ordinary Shares and 2011 Warrants

The Directors wish to seek the approval of Shareholders of the Company to the Repurchase Mandate for the Repurchase Proposal. The explanatory statement regarding the Repurchase Proposal required to be sent to Shareholders in accordance with the Listing Rules is set out in Appendix II to this circular.

Notice of Annual General Meeting

The Notice of the 2007 Annual General Meeting is contained in pages 10 to 12 of this circular and details relating to the procedures of voting by poll at general meetings of the Company are set out in Appendix III to this circular.

Yours faithfully,
LO YUK SUI
Chairman

(I) Mr. Anthony CHUANG (*Independent Non-Executive Director*)

Mr. Anthony Chuang, aged 62, was invited to the Board in 1993 and is an Independent Non-Executive Director of the Company. Mr. Chuang graduated from University of Notre Dame, South Bend, Indiana, U.S.A. and has extensive experience in the commercial field. Mr. Chuang has not held any directorships in other listed public companies during the last three years.

Mr. Chuang's directorship with the Company is subject to retirement by rotation pursuant to the relevant provisions under the Bye-laws of the Company. He does not have a service contract with the Group. Mr. Chuang is entitled to normal Director's fee in the amount of HK\$100,000 per annum in acting as a Director of the Company. As Mr. Chuang is a member of the Audit Committee of the Company, he is also entitled to normal fee in the amount of HK\$50,000 per annum in acting as a member of the Audit Committee.

Mr. Chuang does not hold any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"). He does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

There is no information that is required to be disclosed by Mr. Chuang pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders of the Company in relation to the re-election of Mr. Chuang.

(II) Mr. Donald FAN Tung (*Executive Director*)

Mr. Fan, aged 50, was appointed as an Executive Director of the Company in January 2007. He is a qualified architect and has been with the Group since 1987. He is also an executive director and the chief operating officer of Paliburg Holdings Limited ("Paliburg"), the listed subsidiary of the Company, and an executive director of Regal Hotels International Holdings Limited ("Regal"), the listed associate of the Company. Mr. Fan is in charge of the property development, architectural design and project management functions as well as overseeing the building construction business of the Group. Save as disclosed herein, Mr. Fan has not held any directorships in other listed public companies during the last three years.

Mr. Fan's directorship with the Company is subject to retirement by rotation pursuant to the relevant provisions under the Bye-laws of the Company. He has a service contract with the Group, which is determinable by either party on 3 months' notice. Under his service contract, he is presently entitled to receive from the Group emoluments of HK\$69,000 per month, which were determined by reference to industry norm and market conditions and allocated on the basis of the services rendered to the Group, and in addition performance based discretionary bonus and share option and other related employee benefits. Mr. Fan is also entitled to normal Director's fee in the amount of HK\$100,000 per annum each in acting as a Director of the Company and Paliburg respectively.

Mr. Fan does not hold any interests in the securities of the Company within the meaning of Part XV of the SFO. He directly holds interests in 2,718 issued ordinary shares of HK\$0.01 each of Paliburg and derivative interests in 20,000,000 new ordinary shares of Paliburg through certain share options granted to him under "The Paliburg Holdings Limited Share Option Scheme" of Paliburg, in

aggregate representing approximately 0.28% of the existing issued ordinary share capital of Paliburg, within the meaning of Part XV of the SFO. Details of the directorships of Mr. Fan in the substantial and controlling shareholders (as defined in the Listing Rules) of the Company are disclosed in the section headed “Substantial Shareholders’ Interests in Share Capital” in the Directors’ Report in the 2006 Annual Report of the Company. Save as disclosed herein, he does not have any other relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

There is no information that is required to be disclosed by Mr. Fan pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders of the Company in relation to the re-election of Mr. Fan.

(III) Miss LO Po Man (*Executive Director*)

Miss Lo, aged 27, was appointed as an Executive Director of the Company in January 2007. Miss Lo graduated from Duke University, North Carolina, U.S.A. with a bachelor degree in psychology. She is also an executive director of Paliburg and Regal. Miss Lo joined the Regal Group in 2000 and has been involved in the marketing and sales functions of the Regal Group. She is an executive director of the estate agency business of the Regal Group and has undertaken an active role in directing the marketing campaign of the Regalia Bay luxury residential development in Stanley, Hong Kong. Besides, she also undertakes responsibilities in the business development function of the Regal Group. Save as disclosed herein, Miss Lo has not held any directorships in other listed public companies during the last three years.

Miss Lo’s directorship with the Company is subject to retirement by rotation pursuant to the relevant provisions under the Bye-laws of the Company. She does not have a service contract with the Group. She is entitled to normal Director’s fee in the amount of HK\$100,000 per annum each in acting as a Director of the Company and Paliburg respectively. She also presently receives from the Group emoluments of HK\$8,900 per month, which were allocated on the basis of the services rendered to the Group, and was granted certain share option benefits.

As at 25th April, 2007 (the “Latest Practicable Date”), Miss Lo directly holds interests in 740,437 issued Ordinary Shares of the Company and derivative interests in 148,087 new Ordinary Shares of the Company, in aggregate representing approximately 0.005% of the existing issued ordinary share capital of the Company, within the meaning of Part XV of the SFO. She also directly holds derivative interests in 10,000,000 new ordinary shares of HK\$0.01 each of Paliburg through certain share options granted to her under “The Paliburg Holdings Limited Share Option Scheme” of Paliburg, representing approximately 0.14% of the existing issued ordinary share capital of Paliburg, within the meaning of Part XV of the SFO. Miss Lo is the daughter of Mr. LO Yuk Sui, the Chairman and Chief Executive Officer and the controlling shareholder of the Company, and the sister of Mr. Jimmy LO Chun To, an Executive Director of the Company. Save as disclosed herein, Miss Lo does not have any other relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

There is no information that is required to be disclosed by Miss Lo pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders of the Company in relation to the re-election of Miss Lo.

(IV) Mr. NG Siu Chan (*Independent Non-Executive Director*)

Mr. Ng Siu Chan, aged 76, was invited to the Board in 1994 and is an Independent Non-Executive Director of the Company. Mr. Ng is also an independent non-executive director of Paliburg and Regal. He is a director of Transport International Holdings Limited and was until recently an independent non-executive director of Wing Lung Bank Limited, both of which are publicly listed in Hong Kong. Save as disclosed herein, Mr. Ng has not held any directorships in other listed public companies during the last three years.

Mr. Ng's directorship with the Company is subject to retirement by rotation pursuant to the relevant provisions under the Bye-laws of the Company. He does not have a service contract with the Group. Mr. Ng is entitled to normal Director's fee in the amount of HK\$100,000 per annum each in acting as a Director of the Company and Paliburg respectively. As Mr. Ng is the chairman of the Audit Committee of the Company and a member of the Audit Committee of Paliburg, he is also entitled to normal fee in the amount of HK\$100,000 per annum in acting as the chairman of the Audit Committee of the Company and normal fee in the amount of HK\$50,000 per annum in acting as a member of the Audit Committee of Paliburg.

As at the Latest Practicable Date, Mr. Ng indirectly holds, through family interests, interests in 15,453,000 issued Ordinary Shares of the Company and derivative interests in 3,090,600 new Ordinary Shares of the Company, in aggregate representing approximately 0.10% of the existing issued ordinary share capital of the Company, within the meaning of Part XV of the SFO. Mr. Ng also indirectly holds, through family interests, interests in 536,500 issued ordinary shares of Paliburg, representing approximately 0.0074% of the existing issued ordinary share capital of Paliburg, within the meaning of Part XV of the SFO. Mr. Ng does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

There is no information that is required to be disclosed by Mr. Ng pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders of the Company in relation to the re-election of Mr. Ng.

This is the explanatory statement to provide requisite information to you for your consideration of the Repurchase Proposal, as required by the relevant rules set out in the Listing Rules to regulate the repurchase by companies with primary listings on the Stock Exchange of their own securities on the Stock Exchange. The Ordinary Shares and the 2011 Warrants are listed on the Stock Exchange.

1. SHARE CAPITAL

As at the Latest Practicable Date, there were 18,141,874,561 Ordinary Shares in issue and outstanding 2011 Warrants attaching subscription rights in an aggregate amount of HK\$317,061,692.60 to subscribe for a total number of 3,170,616,926 new Ordinary Shares at the subscription price of HK\$0.10 per share (subject to adjustment).

Subject to the passing of the Ordinary Resolution 5(A) referred to in the letter from the Chairman preceding this appendix, the Company would be allowed under the buy back mandate to repurchase a maximum of 1,814,187,456 Ordinary Shares and 2011 Warrants in an aggregate nominal value of HK\$31,706,169.20, on the assumption that there will be no variation in the issued Ordinary Shares and the outstanding 2011 Warrants during the period up to 12th June, 2007.

2. REASONS FOR REPURCHASES

The Directors believe that the Repurchase Proposal is in the interests of the Company and its Shareholders. Such purchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets and/or earnings per share or may otherwise be in the interests of the Company, and will only be made when the Directors believe that such purchases will benefit the Company and its Shareholders.

3. FUNDING OF REPURCHASES

Pursuant to the buy back mandate, repurchases would be funded entirely from the Company's funds legally available for the purpose in accordance with the Company's Memorandum of Association and Bye-laws and the laws of Bermuda. Any shares repurchased under the buy back mandate must be funded out of the capital paid up on the repurchased shares or the funds of the Company which would otherwise be available for dividend or distribution, or out of the proceeds of a fresh issue of shares. Any premium payable on the repurchase must be provided for out of the funds of the Company otherwise available for dividend or distribution or out of the Company's share premium account.

There might be material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report for the year ended 31st December, 2006) in the event that the proposed repurchases were to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the buy back mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

4. SHARE AND WARRANT PRICES

The highest and lowest prices at which the Ordinary Shares and the 2011 Warrants have traded on the Stock Exchange, respectively, in each of the previous twelve months and in April 2007 (up to the Latest Practicable Date) were as follows:

	Ordinary Shares		2011 Warrants	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>	Highest <i>HK\$</i> <i>(Note)</i>	Lowest <i>HK\$</i> <i>(Note)</i>
April 2006	0.156	0.109	0.072	0.041
May 2006	0.127	0.099	0.057	0.038
June 2006	0.100	0.086	0.045	0.033
July 2006	0.094	0.081	0.041	0.033
August 2006	0.093	0.084	0.040	0.035
September 2006	0.102	0.085	0.042	0.035
October 2006	0.106	0.089	0.050	0.036
November 2006	0.111	0.093	0.053	0.036
December 2006	0.103	0.088	0.050	0.035
January 2007	0.094	0.085	0.045	0.036
February 2007	0.127	0.088	0.053	0.039
March 2007	0.192	0.094	0.081	0.038
From 1st April, 2007 to the Latest Practicable Date	0.465	0.149	0.275	0.065

Note: The 2011 Warrants are traded in board lots of 50,000 units amounting to an aggregate subscription rights of HK\$5,000.

5. DISCLOSURE OF INTERESTS

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their associates (as defined in the Listing Rules), have any present intention to sell any Ordinary Shares or 2011 Warrants to the Company under the Repurchase Proposal if such is approved by Shareholders.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the Ordinary Resolution 5(A) in accordance with the Listing Rules and the laws of Bermuda.

No other connected persons (as defined in the Listing Rules) of the Company have notified the Company that they have a present intention to sell Ordinary Shares or 2011 Warrants to the Company, or have undertaken not to do so, in the event that the Repurchase Proposal is approved by Shareholders.

As at the Latest Practicable Date, Mr. LO Yuk Sui, being the Chairman and controlling shareholder of the Company, held approximately 65.92% shareholding interests in the issued ordinary share capital of the Company. In the event that the Repurchase Mandate granted to the Directors pursuant to the Repurchase Proposal were to be carried out in full, the shareholding interests of Mr. Lo in the Company would increase to approximately 73.25% of the issued ordinary share capital of the Company, assuming there are no other changes in the capital structure of the Company. Based on information known to date, the Directors are not aware of any consequences which may arise under the Hong Kong Code on Takeovers and Mergers even if the Repurchase Mandate granted to the Directors pursuant to the Repurchase Proposal were to be carried out in full. Nevertheless, the Directors do not intend to exercise the Repurchase Mandate to such extent as would, in the circumstances, trigger any potential consequences under the Hong Kong Code on Takeovers and Mergers.

6. SECURITIES PURCHASES MADE BY THE COMPANY

The Company has not purchased any of its Ordinary Shares and 2011 Warrants (whether on the Stock Exchange or otherwise) in the six months preceding the date of this circular.

APPENDIX III PROCEDURES OF VOTING BY POLL AT GENERAL MEETINGS

Pursuant to the Bye-laws of the Company, the procedures of voting by poll on the resolutions to be put forth for Shareholders' approval at the 2007 Annual General Meeting of the Company are as follows:

- (1) According to Bye-law 78, at any general meeting, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) demanded:
 - (a) by the Chairman of the meeting; or
 - (b) by at least three Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy for the time being entitled to vote at the meeting; or
 - (c) by any Shareholder or Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy and representing not less than one-tenth of the total voting rights of all the Shareholders having the right to vote at the meeting; or
 - (d) by a Shareholder or Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy and holding shares in the Company conferring a right to vote at the meeting, being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the shares conferring that right.
- (2) According to Bye-law 79, if a poll is demanded as aforesaid under Bye-law 78, it shall be taken in such manner (including the use of ballot or voting papers or tickets) and at such time and place, not being more than thirty days from the date of the meeting or adjourned meeting at which the poll was demanded, as the Chairman directs. No notice need to be given of a poll not taken immediately. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn, with the consent of the Chairman, at any time before the close of the meeting or the taking of the poll, whichever is the earlier.

In accordance with the requirements under Chapter 13 of the Listing Rules, the Company will publish an announcement in newspapers the results of any voting by poll at the 2007 Annual General Meeting on the business day following the Meeting.

NOTICE OF ANNUAL GENERAL MEETING



世紀城市國際控股有限公司
Century City
International Holdings Limited
(Incorporated in Bermuda with limited liability)

(Stock Code: 355)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at the Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Tuesday, 12th June, 2007 at 12:00 noon for the following purposes:

1. To receive and consider the Audited Financial Statements and the Reports of the Directors and the Auditors for the year ended 31st December, 2006.
2. To declare a final dividend for the year ended 31st December, 2006 of HK0.07 cent per ordinary share.
3. To elect Directors.
4. To re-appoint Auditors and authorise the Board of Directors to fix their remuneration.
5. To consider and, if thought fit, pass the following resolutions as Ordinary Resolutions:

(A) **“THAT:**

- (a) subject to paragraph (b) and (c) below, the exercise by the Directors during the Relevant Period of all the powers of the Company to purchase its ordinary shares of HK\$0.01 each (“Ordinary Shares”) and registered warrants attaching rights to subscribe for new Ordinary Shares at a subscription price of HK\$0.10 per share (subject to adjustment) on or before 11th January, 2011 (“2011 Warrants”) in the capital of the Company, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, be and is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of Ordinary Shares of the Company which may be purchased by the Company pursuant to paragraph (a) above shall not exceed 10% of the aggregate nominal amount of the Ordinary Shares in issue at the date of this Resolution, and the said approval shall be limited accordingly;
- (c) the aggregate amount of subscription rights attaching to the 2011 Warrants which may be purchased by the Company pursuant to paragraph (a) above shall not exceed 10% of the aggregate amount of subscription rights attaching to the 2011 Warrants outstanding at the date of this Resolution, and the said approval shall be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

- (d) for the purpose of this Resolution, “Relevant Period” means the period from the passing of this Resolution until whichever is the earlier of:
- (i) the conclusion of the next Annual General Meeting of the Company;
 - (ii) the expiration of the period within which the next Annual General Meeting is required by the Bye-laws of the Company or The Companies Act 1981 of Bermuda or any other applicable law of Bermuda to be held; and
 - (iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders in general meeting.”
- (B) “**THAT** the exercise by the Directors during the Relevant Period (as defined in Resolution 5(A) set out in the Notice of this Meeting) of all the powers of the Company to issue, allot and dispose of additional Ordinary Shares of the Company (including making and granting offers, agreements and options which would or might require Ordinary Shares to be issued, allotted or disposed of, whether during or after the end of the Relevant Period) be and is hereby generally and unconditionally approved, provided that, otherwise than pursuant to a rights issue where Ordinary Shares are offered to shareholders on a fixed record date in proportion to their then holdings of Ordinary Shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory outside Hong Kong), the additional Ordinary Shares issued, allotted or disposed of (including Ordinary Shares agreed conditionally or unconditionally to be issued, allotted or disposed of, whether pursuant to an option or otherwise) shall not in aggregate exceed 20% of the aggregate nominal amount of the Ordinary Shares in issue at the date of this Resolution, and the said approval shall be limited accordingly.”
- (C) “**THAT** the general mandate granted to the Directors under Resolution 5(B) above be and is hereby extended by the addition of an amount representing the aggregate nominal amount of Ordinary Shares purchased by the Company pursuant to the general mandate approved in Resolution 5(A) above.”

By Order of the Board
Century City International Holdings Limited
Eliza Lam Sau Fun
Secretary

Hong Kong, 30th April, 2007

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. A shareholder entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
2. The form of proxy must be deposited with the Company's branch registrar in Hong Kong, Tengis Limited of 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the Meeting.
3. The Register of Ordinary Shareholders will be closed from Friday, 8th June, 2007 to Tuesday, 12th June, 2007, both days inclusive, during which period no transfers of ordinary shares will be effected. In order to qualify for the proposed final dividend, all transfers of ordinary shares and/or subscriptions of the outstanding 2011 Warrants, duly accompanied by the relevant certificates together with, where appropriate, the relevant subscription moneys, must be lodged with the Company's branch registrar in Hong Kong, Tengis Limited, at the address set out above not later than 4:00 p.m. on Thursday, 7th June, 2007.
4. A circular of the Company containing further details relating to the re-election of Directors and an explanatory statement regarding Resolution 5(A) above will be sent to the Company's shareholders together with the 2006 Annual Report of the Company.