EPI (Holdings) Limited
長盈集團(控股)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 689)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the "**SGM**") of EPI (Holdings) Limited (the "**Company**") will be held at the Prestige & Leadership Meeting Room, Regus Business Centre, 35/F., Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Tuesday, 17 February 2015 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution of the Company:

ORDINARY RESOLUTION

1. "**THAT**

   (a) the extension (the "**Extension**") of the maturity date of the 8% coupon convertible notes in the principal amount of HK$100,000,000 issued on 11 April 2013 by the Company from 11 April 2015 to 11 April 2016 (or if that is not a day on which banks in Hong Kong are open for business, excluding a Saturday or Sunday ("**Business Day**"), the first Business Day thereafter) contemplated under the amendment deed dated 8 January 2015 executed by the Company (a copy of which is produced to the meeting marked "A" and initialled by the Chairman of the meeting for the purpose of identification) be and is hereby approved; and

   (b) any director of the Company be and is hereby authorised to take all actions and execute all documents which he deems necessary, desirable, expedient or appropriate in order to implement or give effect to the Extension and transactions contemplated thereunder (including to authorise any amendment, supplementation and/or waiver of any terms thereunder)."

Yours faithfully
On behalf of the Board
EPI (Holdings) Limited
Tse Kwok Fai, Sammy
Executive Director & CEO

Hong Kong, 30 January 2015

* *for identification purpose only*

Registered Office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal place of business in Hong Kong:
Room 1108–1109, 11/F
Harbour Centre
25 Harbour Road
Wanchai, Hong Kong

Notes:

(1) A shareholder entitled to attend and vote at the meeting may appoint one or more than one proxy to attend and to vote instead of him. A proxy need not be a shareholder of the Company.

(2) In the case of joint holders of any share, any one of such persons may vote at the said meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders is present at the said meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect hereof.

(3) In order to be valid, the form of proxy together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person should they so wish.

As at the date of this notice, the Board comprises:

Non-executive Chairman:
Mr. Ho King Fung, Eric

Executive Directors:
Mr. Tse Kwok Fai, Sammy *(Chief Executive Officer)*
Mr. Chan Chi Hung, Anthony

Independent non-executive Directors:
Mr. Qian Zhi Hui
Mr. Teoh Chun Ming
Mr. Zhu Tiansheng