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**FORD GLORY GROUP HOLDINGS LIMITED**

**福源集團控股有限公司\***

*(incorporated in Bermuda with limited liability)*

**(Stock code: 1682)**

**NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the special general meeting of Ford Glory Group Holdings Limited (“**FGG**”) will be held at Unit D, 3rd Floor, Winfield Industrial Building, 3 Kin Kwan Street, Tuen Mun, New Territories, Hong Kong on 27 April 2011 at 11:00 a.m. to consider and, if thought fit, pass the following resolution as ordinary resolution:

**ORDINARY RESOLUTION**

“**THAT**

- (a) pursuant to the terms of the share option scheme (“**FGG Share Option Scheme**”) of FGG conditionally adopted by FGG and approved by the shareholders of Victory City International Holdings Limited on 28 July 2010, approval be and is hereby generally and unconditionally granted for the grant of options to Mr. Ng Tsze Lun to subscribe for 37,000,000 shares in the share capital of FGG under the FGG Share Option Scheme, of which representing more than one per cent. of the issued share capital of FGG as at 17 March 2011, being the date of the meeting of the board of directors of FGG approving such grant of options; and
- (b) any director of FGG be and is hereby authorised to take any step as he considers necessary, desirable or expedient in connection with the grant of options approved by the board of directors of FGG on 17 March 2011.”

By order of the board of directors of  
**Ford Glory Group Holdings Limited**  
**Choi Lin Hung**  
*Chairman*

Hong Kong, 7 April 2011

\* *For identification purposes only*

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place  
of business in Hong Kong:*  
19/F, Ford Glory Plaza  
37-39 Wing Hong Street  
Cheung Sha Wan  
Kowloon  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the bye-laws of FGG, vote in his stead. A proxy need not be a member of FGG.
2. To be valid, the form of proxy and/or a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of FGG's Hong Kong branch registrar, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not later than 48 hours before the time of the meeting or any adjourned meeting.
3. Delivery of an instrument appointing a proxy should not preclude member from attending and voting in person at the above meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto to. If more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of FGG in respect of the joint holding.
5. As at the date of this notice, the board of directors of FGG comprises three executive directors, namely Mr. Choi Lin Hung, Mr. Lau Kwok Wa, Stanley and Mr. Ng Tze On and two non-executive directors, namely Mr. Chen Tien Tui and Mr. Li Ming Hung and four independent non-executive directors, namely Mr. Lau Chi Kit, Mr. Mak Chi Yan, Mr. Wong Wai Kit, Louis and Mr. Yuen Kin Kei.