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If you have sold or transferred all your shares in Wing Lee Holdings Limited (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee, or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

**WING LEE HOLDINGS LIMITED****永利控股有限公司****(Incorporated in Bermuda with limited liability)*

(Stock Code: 876)

**GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

A notice convening the AGM (as defined herein) of the Company to be held at Silk Room I, 3/F, Gateway Hotel, Harbour City, No.13 Canton Road, Tsimshatsui, Kowloon, Hong Kong, on 1 June 2010 at 10 a.m. is set out on pages 12 to 15 of this circular. Shareholders are required to read the notice and, if they are not able to attend the AGM, they are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and deposit it with the Hong Kong branch share registrar of the Company, Tricor 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 the AGM. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM (or any adjournment thereof) should they so desire.

* *for identification purposes only*

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be convened and held at Silk Room I, 3/F, Gateway Hotel, Harbour City, No.13 Canton Road, Tsimshatsui, Kowloon, Hong Kong, on 1 June 2010 at 10 a.m.;
“Annual Report”	the annual report of the Company for the year ended 31 December 2009 dated 19 April 2010;
“Associates”	the same definition as described in the Listing Rules;
“Board”	the board of Directors;
“Company”	Wing Lee Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the Stock Exchange;
“Directors”	the directors of the Company;
“Group”	the Company and its subsidiaries;
“HKSAR”	the Hong Kong Special Administrative Region;
“HK\$”	Hong Kong dollars, the lawful currency of the HKSAR;
“Latest Practicable Date”	26 April 2010, being the latest practicable date before the printing of this circular for ascertaining certain information for the purpose of inclusion in this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Notice”	the notice convening the AGM;
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise the power of the Company to repurchase Shares on the terms set out in the Notice;
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Share(s)”	share(s) of par value of HK\$0.5 each in the capital of the Company;
“Shareholders”	holders of Shares;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;

DEFINITIONS

“Subsidiary”	a subsidiary within the meaning of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) for the time being of the Company whether incorporated in Hong Kong or elsewhere and “Subsidiaries” shall be construed accordingly;
“Takeovers Code”	The Hong Kong Code on Takeovers and Mergers; and
“%”	per cent.

LETTER FROM THE BOARD



WING LEE HOLDINGS LIMITED

永利控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 876)

Executive Directors:

Mr. Chow Tak Hung (*Chairman*)
Ms. Chow Woon Yin (*Deputy Chairman*)
Ms. Wong Siu Wah
Ms. Chau Choi Fa (*Managing Director*)

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Independent Non-Executive Directors:

Dr. Lau Yue Sun
Mr. Yip Tai Him
Mr. Lam Kwok Cheong

Principal Place of Business in Hong Kong:

Units 201 and 206-208, 2nd Floor
Sunbeam Centre
27 Shing Yip Street
Kwun Tong, Kowloon
Hong Kong

29 April 2010

To the Shareholders

Dear Sir/Madam,

**GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information regarding resolutions to be proposed at the AGM to be held at Silk Room I, 3/F, Gateway Hotel, Harbour City, No.13 Canton Road, Tsimshatsui, Kowloon, Hong Kong, on 1 June 2010 at 10 a.m. which, upon approval, would enable the Company to, among other things:

- (a) repurchase Shares not exceeding 10% of the aggregate nominal value of the Shares in issue as at the date of passing such resolution;

* for identification purposes only

LETTER FROM THE BOARD

- (b) issue new Shares equivalent to 20% of the Shares in issue on the date of the relevant resolution, plus those Shares repurchased by the Company pursuant to the Repurchase Mandate set out in (a) above; and
- (c) re-elect certain Directors.

PROPOSED GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES

At the AGM, it will be proposed, by way of ordinary resolutions, that the Directors be given general and unconditional mandates to (i) repurchase Shares, the aggregate nominal amount of which does not exceed 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing the ordinary resolution; and (ii) allot, issue and otherwise deal with Shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company on the date of passing of the ordinary resolution, plus the nominal amount of any Shares repurchased by the Company (up to a maximum of 10% of the aggregate nominal amount of the Company's issued share capital as at the date of passing the ordinary resolution). The listing of and permission to deal in any new Shares issued is subject to approval from the Stock Exchange.

An explanatory statement containing information relating to the Repurchase Mandate and as required pursuant to the Listing Rules, in particular Rule 10.06(1)(b), is set out in Appendix I to this circular. This explanatory statement provides you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolution relating to the Repurchase Mandate.

PROPOSED RE-ELECTION OF CERTAIN DIRECTORS AND TERMS OF SERVICE CONTRACTS WITH INDEPENDENT NON-EXECUTIVE DIRECTORS

In accordance with the bye-laws of the Company, each of Dr. Lau Yue Sun and Mr. Yip Tai Him will retire at the AGM and, being eligible, will each offer himself for re-election. Information on such Directors as required to be disclosed under the Listing Rules and the terms of the service contracts which have recently been renewed with each of the independent non-executive Directors are set out in Appendix II to this circular.

THE ANNUAL GENERAL MEETING

The following are the details of the AGM:

Date: 1 June 2010

Time: 10 a.m.

Venue: Silk Room I, 3/F, Gateway Hotel, Harbour City, No.13 Canton Road, Tsimshatsui, Kowloon, Hong Kong

LETTER FROM THE BOARD

A notice convening the AGM is set out on pages 12 to 15 of this circular. A form of proxy for use at the AGM is enclosed. If you do not intend to attend the AGM, you are requested to complete the form of proxy in accordance with the instructions printed thereon and deposit it with the Hong Kong branch share registrar of the Company, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event so as to arrive not less than 48 hours before the time appointed for holding the AGM. The return of a form of proxy will not preclude you from attending and voting in person at the AGM (or any adjournment thereof) should you so desire.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the AGM must be taken by poll. The Chairman of the AGM will, pursuant to bye-law 66(a) of the bye-laws of the Company, demand that all resolutions put to the vote of the Shareholders be by way of poll. The results of the poll will be announced by the Company in accordance with Rule 13.39(5) of the Listing Rules.

GENERAL

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this document and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

RECOMMENDATION

The Directors consider that the proposals referred to in this circular are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

Yours faithfully,
For and on behalf of
Wing Lee Holdings Limited
Chow Tak Hung
Chairman

This is an explanatory statement given to all Shareholders relating to a resolution to be proposed at the AGM authorizing the Repurchase Mandate.

This explanatory statement contains all reasonable information required pursuant to Rule 10.06(1) (b) which are set out as follows:

1. EXERCISE OF THE REPURCHASE MANDATE

As at the Latest Practicable Date, the issued ordinary share capital of the Company comprised of 356,823,879 Shares.

Subject to the passing of the relevant resolution at the AGM and on the basis that no further Shares are issued or repurchased prior to the AGM nor outstanding options, if any, granted under the Share Option Scheme being exercised, the Company would be allowed under the Repurchase Mandate to repurchase a maximum of 35,682,387 Shares.

2. REASONS FOR REPURCHASES

The Directors believe that it is in the best interests of the Company and Shareholders as a whole for the Directors to have a general authority from Shareholders to enable the Company to repurchase Shares in the market. Repurchases of Shares will only be made when the Directors believe that such repurchases will benefit the Company and Shareholders as a whole. Such repurchases may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net value of the Company and its assets and/or its earnings per Share.

3. FUNDING OF REPURCHASES

Any repurchases may only be effected out of funds of the Company legally available for the purposes in accordance with the memorandum of association and bye-laws of the Company and the applicable laws of Bermuda. A listed company may not repurchase its own shares on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time.

It is presently proposed that any repurchase of Shares would be made out of capital paid up on the repurchased Shares, funds of the Company otherwise available for dividend or distribution or out of the proceeds of a fresh issue of Shares made for the purpose and in the case of any premium payable on such repurchase, from funds of the Company otherwise available for dividend or distribution or from the share premium account of the Company. The repurchase of Shares will be conditional upon the fact that on the date the repurchase is effected, there are no reasonable grounds for believing that the Company is, or after the purchase would be, unable to pay its liabilities as they become due.

4. STATUS OF REPURCHASED SHARES

The Listing Rules provide that the listing of all repurchased shares is automatically cancelled and that the certificates for those shares must be cancelled and destroyed. Under the law of Bermuda, a company's repurchased shares shall be treated as cancelled and its issued share capital (but not the authorized share capital) will be reduced accordingly.

5. EFFECT OF EXERCISE OF THE REPURCHASE MANDATE

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited financial statements contained in the Annual Report) in the event that the Repurchase Mandate is exercised in full. However, the Directors do not propose to exercise the Repurchase Mandate to such an 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.

6. DISCLOSURE OF INTERESTS

None of the Directors and, to the best of their knowledge, having made all reasonable enquiries, none of their respective associates, have any present intention, if the Repurchase Mandate is exercised, to sell any Shares to the Company.

No connected person (as defined in the Listing Rules) has notified the Company that he has a present intention to sell Shares to the Company if the Repurchase Mandate is exercised and neither has any of the connected persons undertaken not to sell his Shares to the Company in the event the Repurchase Mandate is exercised.

7. DIRECTORS' UNDERTAKING

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Bermuda, and in accordance with the regulations set out in the memorandum of association and bye-laws of the Company.

8. TAKEOVERS CODE CONSEQUENCES

If as a result of a repurchase of Shares, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. As a result, a Shareholder, or a group of Shareholders acting in concert (as defined in the Takeovers Code), depending on the level of increase in the Shareholder's interests, may obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Company, Bright Asia Holdings Limited (whose entire issued share capital is owned by Mr. Chow Tak Hung, Ms. Chow Woon Yin and Ms. Wong Siu Wah as to 60%, 20% and 20% respectively), which held approximately 61.45% of the issued share capital of the Company, was the only substantial shareholder holding more than 10% of the issued share capital of the Company. In the event that the Directors should exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the resolution, the shareholding of Bright Asia Holdings Limited, together with its respective associates (as defined in the Listing Rules), in the Company would be increased to approximately 68.28% of the issued share capital of the Company and such increase would not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors have no intention to purchase Shares to such an extent which will result in the amount of Shares held by the public being reduced to less than 25%. Save as aforesaid, the Directors are not aware of any consequences which could arise under the Takeovers Code as a consequence of any repurchases pursuant to the Repurchase Mandate.

9. SHARE PURCHASE MADE BY THE COMPANY

Neither the Company nor any of its Subsidiaries has purchased any of its Shares (whether on the Stock Exchange or otherwise) in the six months immediately preceding the Latest Practicable Date.

10. SHARE PRICES

The highest and lowest prices of the Shares as quoted by the Stock Exchange in each of the previous twelve months before the Latest Practicable Date were as follows:

	Highest <i>HK\$</i>	Shares Lowest <i>HK\$</i>
2009		
May	0.510	0.380
June	0.600	0.430
July	0.550	0.500
August	0.570	0.530
September	0.580	0.455
October	0.950	0.490
November	0.720	0.540
December	0.700	0.540
2010		
January	0.670	0.580
February	0.650	0.550
March	0.700	0.600
April (up to the Latest Practicable Date)	0.690	0.600

DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED

The details of the Directors who are required to retire at the AGM pursuant to the bye-laws of the Company and who, being eligible, offer themselves for re-election at the AGM are as follows:

1. Dr. Lau Yue Sun (“Dr. Lau”)

Dr. Lau Yue Sun, BBS, aged 69, is an independent non-executive Director, and a member of both the remuneration committee and the audit committee of the Company. He was appointed to the Board in 2001. Dr. Lau is the managing director of New Products Investment Limited and Jip Fair Development Limited, as well as an independent non-executive director of Goldlion Holdings Limited, which is a company listed on the Stock Exchange. He has over 30 years of experience in manufacturing, electronics, plastic injection products and import-export business. Dr. Lau is a member of the National Committee of the Chinese People’s Political Consultative Conference, a member of the Selection Committee for the First Government of the HKSAR, a member of the Second and Third Election Committee of the HKSAR and a standing committee member of the Chinese General Chamber of Commerce. He is also an advisor of Guangdong Education Foundation and a vice president of Guangdong Federation of Industry and Commerce.

Save as disclosed above, Dr. Lau is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the Latest Practicable Date, Dr. Lau does not have any interest in the Shares.

Save as disclosed above, there is no other information in relation to Dr. Lau required to be disclosed pursuant to Rules 13.51(2)(h)-(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Dr. Lau’s re-election as an independent non-executive Director.

2. Mr. Yip Tai Him (“Mr. Yip”)

Mr. Yip Tai Him, aged 39, is an independent non-executive Director, the chairman of the audit committee, and a member of both the remuneration committee and the nomination committee of the Company. He was appointed to the Board in 2001. Mr. Yip is a practising accountant in Hong Kong, a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants in the United Kingdom. He has over 15 years of experience in accounting, auditing and financial management. Mr. Yip is also an independent non-executive director of China Cyber Port (International) Company Limited, China Star Film Group Limited, GCL-Poly Energy Holdings Limited, iOne Holdings Limited and Vinco Financial Group Limited, all of which are companies listed on the Stock Exchange.

Save as disclosed above, Mr. Yip is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Yip does not have any interest in the Shares.

Save as disclosed above, there is no other information in relation to Mr. Yip required to be disclosed pursuant to Rules 13.51(2)(h)-(v) of the Listing Rules, nor are there any matters which need to be brought to the attention of the Shareholders in connection with Mr. Yip's re-election as an independent non-executive Director.

TERMS OF SERVICE CONTRACTS RECENTLY RENEWED WITH THE INDEPENDENT NON-EXECUTIVE DIRECTORS

On 19 April 2010, the Company had, subject to Shareholders' approval at the AGM, entered into service contracts with each of its independent non-executive Directors, Dr. Lau Yue Sun, Mr. Yip Tai Him and Mr. Lam Kwok Cheong ("Mr. Lam") respectively to renew the terms of their appointments for a term ending on the date of the 2011 AGM. Pursuant to such service contracts, each of Dr. Lau, Mr. Yip and Mr. Lam is entitled to a monthly fee of HK\$10,000 and each of their existing service contracts may be terminated by either party to the service contract giving at least three months' notice in writing. The terms of each of the service contracts were determined by reference to the prevailing market rate and the time, effort and expertise devoted to the Company by each of Dr. Lau, Mr. Yip and Mr. Lam. The Company and each of Dr. Lau, Mr. Yip and Mr. Lam consider such terms of service as reasonable.

NOTICE OF ANNUAL GENERAL MEETING



WING LEE HOLDINGS LIMITED

永利控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 876)

NOTICE IS HEREBY GIVEN THAT an Annual General Meeting (“AGM”) of Wing Lee Holdings Limited (the “Company”) will be held at Silk Room I, 3/F, Gateway Hotel, Harbour City, No.13 Canton Road, Tsimshatsui, Kowloon, Hong Kong on 1 June 2010 at 10 a.m. for the following purposes:

1. As ordinary business, to consider and if thought fit, pass the following resolutions as ordinary resolutions:
 - (i) to receive and consider the audited financial statements and reports of the directors and the independent auditor of the Company for the financial year from 1 January 2009 to 31 December 2009;
 - (ii) to re-elect Dr. Lau Yue Sun as an independent non-executive director of the Company;
 - (iii) to re-elect Mr. Yip Tai Him as an independent non-executive director of the Company;
 - (iv) to authorise the board of directors of the Company (the “Board”) to fix the remuneration of the directors of the Company and to approve, confirm and ratify the terms of appointment for each of Dr. Lau Yue Sun, Mr. Yip Tai Him and Mr. Lam Kwok Cheong as independent non-executive directors of the Company; and
 - (v) to re-appoint the independent auditor of the Company and authorize the Board to fix the independent auditor’s remuneration.

2. As special business, to consider and if thought fit, pass the following resolutions as ordinary resolutions:
 - (i) **“THAT:**
 - (a) subject to paragraph (c), the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company and to make or grant offers, agreements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;

* for identification purposes only

NOTICE OF ANNUAL GENERAL MEETING

- (b) the approval in paragraph (a) shall authorize the Board during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period;
- (c) the aggregate nominal amount of share capital which may be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Board pursuant to the approval in paragraph (a), otherwise than pursuant to (i) a Rights Issue (as hereinafter defined), (ii) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into shares of the Company, (iii) the exercise of any option under the share option scheme or similar arrangement for the time being adopted for the grant or issue to officers, employees of the Company and/or any of its subsidiaries or other eligible participants of shares or rights to acquire shares in the Company or (iv) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of the cash payment for a dividend on shares of the Company in accordance with the bye-laws of the Company, shall not exceed the aggregate of:
 - (aa) 20% of the aggregate nominal amount of the share capital of the Company in issue on the date of the passing of this resolution; and
 - (bb) (if the directors of the Company are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate nominal amount of any share capital of the Company purchased by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10% of the aggregate nominal amount of the share capital of the Company in issue on the date of the passing of this resolution), and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and
- (d) for the purpose of this resolution:

“Relevant Period” means the period from the date of 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 of the Company is required by the bye-laws of the Company or any applicable law of Bermuda to be held; or
 - (iii) the revocation or variation of this resolution by the shareholders of the Company in a general meeting.

NOTICE OF ANNUAL GENERAL MEETING

“Rights Issue” means an offer of shares in the capital of the Company, or offer or issue of warrants, options or other securities giving rights to subscribe for shares in the capital of the Company open for a period fixed by the Board to shareholders of the Company on the register on a fixed record date in proportion to their then holdings of such shares (subject to such exclusion or other arrangements as the Board 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 recognized regulatory body or any stock exchange in any territory outside Hong Kong).”

(ii) **“THAT:**

- (a) subject to paragraph (b), the exercise by the Board during the Relevant Period (as hereinafter defined) of all powers of the Company to purchase its own shares, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”), be and is hereby generally and unconditionally approved;
- (b) the aggregate nominal amount of issued shares in the capital of the Company which may be purchased or agreed to be purchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and
- (c) for the purpose of this resolution:

“Relevant Period” means the period from the date of 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 of the Company is required by the bye-laws of the Company or any other applicable law of Bermuda to be held; or
- (iii) the revocation or variation of this resolution by the shareholders of the Company in a general meeting.”

NOTICE OF ANNUAL GENERAL MEETING

- (iii) “**THAT** conditional upon resolution number 2(ii) above being passed, the aggregate nominal amount of the number of shares in the capital of the Company which are repurchased by the Company under the authority granted to the Board as mentioned in resolution number 2(ii) above shall be added to the aggregate nominal amount of share capital that may be allotted or agreed conditionally or unconditionally to be allotted by the Board pursuant to resolution number 2(i) above.”

By Order of the Board
Wing Lee Holdings Limited
Tam Chak Chi
Company Secretary

Hong Kong, 29 April 2010

Principal Place of Business in Hong Kong:

Units 201 and 206-208, 2nd Floor
Sunbeam Centre
27 Shing Yip Street
Kwun Tong, Kowloon
Hong Kong

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Notes:

1. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company. A proxy need not be a member of the Company.
2. Where there are joint holders of any share, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any 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, and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
3. The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Hong Kong branch share registrar of the Company, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the AGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.