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## **China Railway Logistics Limited**

**中國鐵路貨運有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 8089)**

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**Meeting**”) of China Railway Logistics Limited (the “**Company**”) will be held at 10:00 a.m. on Friday, 20 November 2009 at Units A-B, 16th Floor, China Overseas Building, No. 139 Hennessy Road, Wanchai, Hong Kong for the purpose of considering and, if thought fit, passing the following resolutions with or without amendments as ordinary resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

**“THAT**

- (a) the provisional sale and purchase agreement (the “**Provisional Agreement**”) dated 21 October 2009 entered into between Miracle Merchandising & Sourcing Limited as purchaser and Richmax Corporation Limited, a wholly owned subsidiary of the Company as vendor in relation to, among other matters, the sale and purchase of the property located at Office Unit on the 8th Floor, Low Block, Grand Millennium Plaza, No. 181 Queen’s Road Central, Hong Kong (a copy of which is marked “A” and produced to the Meeting and signed by the chairman of the Meeting for identification purpose) and the transactions contemplated thereunder be and are hereby ratified, confirmed and approved; and
- (b) any one director of the Company be and is hereby authorised to do all such acts and things and execute all such documents which he or she considers necessary, desirable or expedient for the implementation of and giving effect to the Provisional Agreement and the transactions contemplated thereunder.”

By Order of the Board  
**China Railway Logistics Limited**  
**Chan Shui Sheung Ivy**  
*Executive Director*

Hong Kong, 5 November 2009

\* *for identification purpose only*

*Registered office:*

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place of  
business in Hong Kong:*

Units A-B, 16th Floor  
China Overseas Building  
No. 139 Hennessy Road  
Wanchai, Hong Kong

*Notes:*

1. Any shareholder entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his/her stead. A proxy needs not be a shareholder of the Company.
2. In order to be valid, the form of proxy must be duly lodged at the Company's branch registrar in Hong Kong, Union Registrars Limited, at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong together with a power of attorney or other authority, if any, under which it is duly signed or a notarially certified copy of that power of attorney or authority, not less than 48 hours before the time for holding the Meeting or any adjourned meeting.
3. Completion and return of a form of proxy will not preclude a shareholder from attending in person and voting at the Meeting or any adjournment thereof, should he so wish, and in such event, the form of proxy shall be deemed to be revoked.

*As at the date of this announcement, the Company's executive directors are Ms. Yeung Sau Han Agnes and Ms. Chan Shui Sheung Ivy; and the Company's independent non-executive directors are Ms. Yuen Wai Man, Mr. Lam Ka Wai Graham and Mr. Wang Chin Mong.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the "Latest Company Announcement" page of the Growth Enterprise Market website at [www.hkgem.com](http://www.hkgem.com) and the Company website at [www.chinarailwaylogistics.com](http://www.chinarailwaylogistics.com) for at least 7 days from the date hereof.*