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## **SYS SOLUTIONS HOLDINGS LIMITED**

### **軟迅科技控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8182)**

#### **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Sys Solutions Holdings Limited (the “Company”) will be held at 3:00 p.m. on Friday, 23 March 2007 at Conference Room, Unit A, 7th Floor, Guangdong Investment Tower, 148 Connaught Road Central, Hong Kong for the following purposes:

As special business, to consider and, if thought fit, to pass with or without modification the following resolution as Special Resolution:

#### **SPECIAL RESOLUTION**

1. **“THAT** the name of the Company be changed to “Enviro Energy International Holdings Limited” as its English name and “環能國際控股有限公司” as its Chinese name from “Sys Solutions Holdings Limited” and “軟迅科技控股有限公司”, respectively.”

As special business, to consider and, if thought fit, pass with or without modification the following resolution as Ordinary resolution:

#### **ORDINARY RESOLUTION**

2. **“THAT** subject to and conditional upon the listing sub-committee of the board for the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited granting approval of the listing of, and permission to deal in, the shares of HK\$0.01 each in the share capital of the Company (the “Shares”) to be issued pursuant to the exercise of options which may be granted under the Refreshed Limit (as defined below), pursuant to clause 8(B) of the post-IPO share option scheme adopted by the Company on 25 January 2003 (the “Scheme”), approval be and is hereby generally and unconditionally granted for “refreshing” the 10 per cent limit provided in clause 8(C) of the Scheme by approving a new 10 per cent limit (the “Refreshed Limit”) provided that (a) the total number of Shares which may be issued upon exercise of options to be granted to (and subject to acceptance by) a participant (as defined in the

Scheme) on or after the date of the approval of the shareholders of the Company (the "Shareholders") (the "Refresher Date"), together with all options to be granted under any other share option scheme(s) of the Company on or after the Refresher Date, must not exceed 10 per cent of the number of issued Shares as at the Refresher Date; and (b) options granted to (and subject to acceptance by) a participant (as defined in the Scheme) prior to the Refresher Date under the Scheme or any other share option scheme(s) of the Company (including those exercised, outstanding, cancelled or lapsed in accordance with the Scheme or such other scheme(s) of the Company) shall not be counted for the purpose of calculating the Refreshed Limit and the directors of the Company (the "Directors") be and are hereby authorized, subject to compliance with the Rules Governing the Listing of Securities on GEM (the "GEM Listing Rules") as amended from time to time, to do such act and execute such document to effect the Refreshed Limit."

By Order of the Board  
**Sys Solutions Holdings Limited**  
**Chan Wing Him Kenny**  
*Chairman*

Hong Kong, 28 February 2007

*Registered Office:*

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

*Head Office and Principal Place of*

*Business in Hong Kong:*  
Unit A, 7th Floor  
Guangdong Investment Tower  
148 Connaught Road Central  
Hong Kong

*Notes:*

1. Any member entitled to attend and vote at the EGM is entitled to appoint one or more than one proxy to attend and vote in his stead in accordance with the articles of association of the Company. A proxy need not be a member of the Company.
2. Where there are joint registered holders of any Share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one of such joint holders shall be present at the meeting personally or by proxy, that one of the holders so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
3. The form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority must be deposited at the Company's Hong Kong branch share registrar, Tengis Limited, 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the EGM, and in default the form of proxy shall not be treated as valid. The completion and return of the revised form of proxy shall not preclude members from attending and voting in person at the EGM (or any adjourned meeting thereof) should they so wish.
4. Pursuant to Article 72 of the Company's articles of association, 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 such 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 any Shareholder or Shareholders present in person (or, in the case of a Shareholder being a corporation, by its duly authorized representative) or by proxy and holding Shares 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; or
- (e) if required by the GEM Listing Rules, by any Director or Directors who, individually or collectively, hold proxies in respect of Shares representing five per cent or more of the total voting rights at such meeting.

*As at the date of this announcement, the executive Directors are Mr. Chan Wing Him Kenny and Mr. Chan Man Ching, and the independent non-executive Directors are Mr. Lo Chi Kit, Mr. Poon Lai Yin, Michael and Mr. Tam Hang Chuen.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, 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 website of the GEM website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days.*