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維奧醫藥控股有限公司
Vital Pharmaceutical Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01164)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of Vital Pharmaceutical Holdings Limited (the “Company” and together with its subsidiaries, the “Group”) will be held at Tai Tam Room, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on 25 June 2010 (Friday) at 11:00 a.m. for the following purposes:

“**THAT:**

AS ORDINARY RESOLUTION

1. (a) the land grant contract to be entered into between 成都溫江維奧房地產開發有限公司 (Chengdu Wenjiang Vital Property Development Company Limited*), a company to be established by the Company, and 成都市國土資源局 (Chengdu Bureau of Land Resources*) in relation to the acquisition of a piece of land located at the Wancheng Community, Liucheng Street, Wenjiang District, Chengdu, the People’s Republic of China at an aggregate consideration of approximately RMB204.6 million (the “Land Acquisition”) be and is hereby approved; and
- (b) the directors of the Company be and are hereby authorised for and on behalf of the Company to sign, execute and deliver all such documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary or desirable to carry out the Land Acquisition into effect.”

Yours faithfully,
For and on behalf of the Board of
Vital Pharmaceutical Holdings Limited
Xu Xiaofan
Chairman

Hong Kong, 9 June 2010

* *for identification purposes only*

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 7, 31st Floor
Tower 1, Lippo Centre
89 Queensway
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 proxy to attend and, subject to the provisions of the articles of association of the Company, in the event of a poll, to vote in his stead. A proxy need not be a member of the Company. In order to be valid, the form of proxy together with a 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 Hong Kong branch share registrar, Union Registrars Limited at 18th Floor, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not later than 48 hours before the appointed time for holding the meeting or any adjourned meeting.
- (2) Completion and return of a form of proxy will not preclude a member of the Company from attending and voting in person at the meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (3) 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 were solely entitled thereto; but 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 the Company in respect of the joint holding.
- (4) As at the date of this announcement, the executive Directors are Mr. Xu Xiaofan, Mr. Chen Zhiyu, Madam Guo Lin, Mr. Huang Zemin, Mr. Li Ke and Mr. Liu James Jin; and the independent non-executive Directors are Mr. Lee Kwong Yiu, Mr. Lui Tin Nang and Mr. Chong Cha Hwa.