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Sparkle Roll Group Limited
耀萊集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 970)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Sparkle Roll Group Limited (the "**Company**") will be held at Rooms 2028-36, 20/F., Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong at 4:00 p.m. on 20 April 2010 for the purposes of considering and, if thought fit, passing, with or without modification, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

"**THAT:**

(a) the sale and purchase agreement dated 11 March 2010 entered into between the Company as vendor Jade Sparkle Holdings Limited as purchaser and Mr. Liu Qiang and Dr. Wong Chun Loong as guarantors (the "**S&P Agreement**", a copy of which is produced to the meeting marked "A" and initialed by the chairman of the meeting for the purpose of identification) for the sale and purchase of the Sale Shares and the Sale Loan (both as defined in the circular of the Company dated 31 March 2010, a copy of which is produced to the meeting marked "B" and initialed by the chairman of the meeting for the purpose of identification) and all transactions contemplated thereunder or in connection therewith and any other agreements or documents in connection therewith be and are hereby approved, confirmed and/or ratified; and

* *for identification purpose only*

(b) any one director of the Company or any other person authorized by the board of directors of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorized for and on behalf of the Company to execute all such other documents and agreements and do all such acts and things as he or she or they may in his or her or their absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or give effect to the S&P Agreement and the transactions contemplated thereunder and all matters incidental to, ancillary to or in connection with the S&P Agreement and/or any further agreement or document as mentioned in paragraph (a) of this resolution and/or the transactions contemplated thereunder and all other matters incidental thereto, including agreeing and making any modifications, amendments, waivers, variations or extensions of the S&P Agreement and/or any further agreement or document as mentioned in paragraph (a) of this resolution and/or the transactions contemplated thereunder."

By order of the Board
Sparkle Roll Group Limited
Zheng Hao Jiang
Chief Executive Officer

Hong Kong, 31 March 2010

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

Principal office:
Rooms 2028-36, 20/F.
Sun Hung Kai Centre
30 Harbour Road
Wanchai
Hong Kong

Notes:

1. Any member entitled to attend and vote at the SGM convened by the above notice is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.

2. A form of proxy for use at the meeting is enclosed herewith. Completion and return of the form of proxy will not preclude a member from attending the meeting or any adjournment thereof and voting in person if he so wishes.

3. To be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

4. In the case of joint holders of any share, any one of such holders may vote at the meeting, either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.

As at the date of this announcement, the Company has three executive Directors, one non-executive Director and three independent non-executive Directors. The executive Directors are Mr. Tong Kai Lap, Mr. Zheng Hao Jiang and Mr. Zhao Xiao Dong. The non-executive Director is Mr. Zhang Si Jian. The independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Lam Kwok Cheong and Mr. Lee Kang Bor, Thomas.