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雲南實業控股有限公司*

YUNNAN ENTERPRISES HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0455)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Yunnan Enterprises Holdings Limited (the “Company”) will be held at Suites 2405-2410, 24th Floor, CITIC Tower, No.1 Tim Mei Avenue, Central, Hong Kong on Friday, 27 August 2010 at 11:30 a.m. (or as soon thereafter as the annual general meeting of the Company convened for the same day and place shall have been concluded or adjourned) for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolution of the Company:

ORDINARY RESOLUTION

“**THAT** the agreement (the “**Framework Agreement**”) entered into among the Company, Zhuhai Special Economic Zone Cheng Cheng Printing Co., Ltd. and Hongta Tobacco (Group) Limited for the purchase of the specially made anti-counterfeiting papers and anti-counterfeiting labels and sale of the cigarette packaging packs and boxes and the respective annual caps and the transactions contemplated thereunder be and are hereby approved and any one director of the Company be and is hereby authorised to exercise all the powers of the Company and take all other steps as they may in their opinion to be desirable or necessary in connection with the Framework Agreement and generally to exercise all the powers of the Company as they deem desirable or necessary in connection with the forgoing.”

By order of the Board of
Yunnan Enterprises Holdings Limited
FANG Wen Quan
Chairman

Dated 12 August 2010

* *For identification purpose only*

Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or more than one proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the Meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. Whether or not you intend to attend the Meeting in person, you are encouraged to complete and return the proxy form in accordance with the instructions printed thereon. Completion and return of a proxy form will not preclude a member from attending in person and voting at the Meeting or any adjournment thereof, should he so wish.
3. In order to be valid, the proxy form, together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority must be deposited at the Company's principal place of business in Hong Kong at Suites 2405-2410, 24th floor, CITIC Tower, No. 1 Tim Mei Avenue, Central, 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 shares, any one of such holders may vote at the Meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
5. As required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the above resolution will be decided by way of a poll.

As at the date of this announcement, the executive Directors are Mr. Fang Wen Quan (the Chairman and Managing Director), Mr. Li Suiming and Mr. Liu Huijiang; and the independent non-executive Directors are Mr. Chiu Sung Hong, Mr. Chiu Fan Wa, and Mr. Lam Yat Fai.

This announcement will remain on the "Latest Company Announcements" page of the Stock Exchange's website for at least seven days from the day of its posting and on the website of the Company at www.yunnan.com.hk.