



# AUTOMATED SYSTEMS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 771)

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of Automated Systems Holdings Limited (自動系統集團有限公司) (the “Company”) will be held at 15th Floor, Topsail Plaza, 11 On Sum Street, Shatin, New Territories, Hong Kong on Friday, 24 March 2006 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without modification, as ordinary resolution of the Company:

### ORDINARY RESOLUTION

“**THAT:**

- (a) the Continuing Connected Transactions (as defined in the circular to the shareholders of the Company dated 8 March 2006 (the “Circular”), a copy of which has been produced to the meeting and marked “A” and initialed by the Chairman of the meeting for identification purpose) and the supply agreements dated 21 February 2006 entered into between the Company and each of Computer Sciences Corporation, CSC Computer Sciences Pte Limited and Computer Systems Advisers (M) Berhad (together the “Supply Agreements”, copies of which have been produced to the meeting and marked “B”, “C” and “D” respectively and initialed by the Chairman of the meeting for identification purpose) be and are hereby approved, ratified and confirmed;
- (b) the fixing of the maximum aggregate annual values of the ASL Services and Products (as defined in the Circular) at HK\$6 million, HK\$30 million and HK\$50 million and of the CSC Services and Products (as defined in the Circular) at HK\$20 million, HK\$30 million and HK\$50 million respectively be and are hereby approved; and
- (c) the directors of the Company be and are hereby authorized for and on behalf of the Company to do all acts and things, to sign and execute all such other documents, deeds, instruments and agreements and to take such steps as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Supply Agreements, the Continuing Connected Transactions and all other matters incidental thereto.”

By order of the Board  
**Lau Ming Chi, Edward**  
*Secretary*

Hong Kong, 8 March 2006

*Registered office:*  
Canon’s Court  
22 Victoria Street  
Hamilton HM12  
Bermuda

*Principal Office in Hong Kong:*  
15th Floor, Topsail Plaza  
11 On Sum Street  
Shatin  
New Territories  
Hong Kong

*Notes:*

1. A shareholder of the Company entitled to attend and vote at this meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him, and on a poll, votes may be given either personally or (in the case of a shareholder being a corporation by its duly authorized representative) by proxy in accordance with the bye-laws of the Company. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend this meeting. A proxy need not be a shareholder of the Company.
2. Where there are joint registered holders of any share, any one of such persons may vote at any 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 be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
3. To be valid, a form of proxy together with any power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited with the Company’s Branch Registrar in Hong Kong, Tengis Limited, 26th Floor, 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.

*As at the date hereof, the Board comprises Mr. Lai Yam Ting and Mr. Lau Ming Chi, Edward being executive Directors, Mr. Allen Joseph Pathmarajah, Mr. Kuo Chi Yung, Peter, Mr. Tan Swee Hock, Sunny, Mr. Moo Kwee Chong, Johnny, Ms. Tan Suan Kheng, Esther, Mr. George Finlay Bell, Mr. Darren John Collins and Mr. Wang Yung Chang, Kenneth being non-executive Directors and Mr. Cheung Man, Stephen, Mr. Hon Sheung Tin, Peter and Mr. Li King Hang, Richard being independent non-executive Directors.*

Please also refer to the published version of this announcement in China Daily.