



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 15/F., Topsail Plaza, 11 On Sum Street, Shatin, New Territories, Hong Kong on 10 December 2008 at 9:30 a.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without modification, as an 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 24 November 2008 (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 and CSC Computer Sciences Pte Limited (the “Supply Agreements”, copies of which have been produced to the meeting and marked “B” and “C” respectively and initialed by the Chairman of the meeting for identification purpose) as supplemented by the supplemental agreements dated 3 November 2008 entered into between the Company and each of Computer Sciences Corporation and CSC Computer Sciences Pte Limited respectively (together the “Supplemental Agreements”, copies of which have been produced to the meeting and marked “D” and “E” 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 for each of the three financial years ending 31 March 2009, 2010 and 2011 of the ASL Services and Products (as defined in the Circular) at HK\$25 million, HK\$35 million and HK\$45 million respectively and of the CSC Services and Products (as defined in the Circular) at HK\$25 million, HK\$35 million and HK\$45 million respectively be and are hereby approved; and
- (c) the directors of the Company be and are hereby authorised 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 as supplemented by the

Supplemental Agreements, the Continuing Connected Transactions and all other matters incidental thereto.”

By Order of the Board
Lau Ming Chi, Edward
Secretary

Hong Kong, 24 November 2008

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 authorised representative) or 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 branch share registrar of the Company in Hong Kong, Tricor Tengis Limited, 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.

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. Moo Kwee Chong, Johnny, Mr. Michael Shove, Mr. Darren John Collins, Mr. Wang Yung Chang, Kenneth and Mr. Andrew John Anker 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.