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STARLITE
STARLIGHT INTERNATIONAL HOLDINGS LIMITED
升岡國際有限公司*
(Incorporated in Bermuda with limited liability)
(Stock Code: 485)

ADJOURNMENT OF SPECIAL GENERAL MEETING

The Board announces that at the SGM held today, an ordinary resolution was proposed and duly passed by a majority of the Shareholders who were present at the SGM to adjourn the SGM to 5:00 p.m. today. At the First Adjourned SGM, an ordinary resolution was proposed and duly passed by a majority of the Shareholders who were present at the First Adjourned SGM to further adjourn the First Adjourned SGM to 3:00 p.m. on Thursday, 19 June 2014. Notice is hereby given that the Second Adjourned SGM will be held at 5th Floor, Shing Dao Industrial Building, 232 Aberdeen Main Road, Hong Kong at 3:00 p.m. on Thursday, 19 June 2014.

Reference is made to the circular issued by Starlight International Holdings Limited (the “**Company**”) dated 24 May 2014 containing, among other things, details of the Sale and Purchase Agreement, the Group Restructuring, the Share Premium Reduction, the Distribution In Specie, the CB Subscription Agreement, the Disposal, the Framework Purchase Agreement and financial information on each of the Group, the Scheme Subsidiaries and the SIH Group, pro forma financial information of the Remaining Group and the Privateco Group, the letter of recommendation from the Independent Board Committee and the letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders regarding the Share Premium Reduction, the Distribution In Specie, the CB Subscription Agreement, the Framework Purchase Agreement and the respective transactions contemplated thereunder (the “**Circular**”) and the notice of SGM (the “**Notice**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The SGM was held at 10:00 a.m. today to consider and, if thought fit, pass the resolutions set out in the Notice.

ADJOURNMENT OF SGM

Prior to the convening of the SGM, the Board had received feedback from some of the Shareholders that due to the complexity of the transactions set out in the Circular, they had concerns and reservations in relation to voting for the resolutions set out in the Notice and the Shareholders would like to have more time to consider to vote for or against the resolutions set out in the Notice. In light

* *for identification purposes only*

of the foregoing, the chairman of the SGM formed the view that it would be expedient and beneficial to the Shareholders to adjourn the SGM. An ordinary resolution was proposed and duly passed by a majority of the Shareholders who were present at the SGM to adjourn the SGM to 5:00 p.m. today (the “**First Adjourned SGM**”). At the First Adjourned SGM, an ordinary resolution was proposed and duly passed by a majority of the Shareholders who were present at the First Adjourned SGM to further adjourn the First Adjourned SGM to 3:00 p.m. on Thursday, 19 June 2014 (the “**Second Adjourned SGM**”).

Notice is hereby given that the Second Adjourned SGM will be held at 5th Floor, Shing Dao Industrial Building, 232 Aberdeen Main Road, Hong Kong at 3:00 p.m. on Thursday, 19 June 2014. The resolutions set out in the original Notice remain unchanged for the Second Adjourned SGM. The form of proxy (the “**Proxy Form**”) despatched with the Circular for the purpose of the SGM will remain valid for the Second Adjourned SGM to be held at 5th Floor, Shing Dao Industrial Building, 232 Aberdeen Main Road, Hong Kong at 3:00 p.m. on Thursday, 19 June 2014.

Whether or not you are able to attend the Second Adjourned SGM, you are requested to complete the Proxy Form in accordance with the instructions printed thereon and return the same to the head office and principal place of business of the Company at 5th Floor, Shing Dao Industrial Building, 232 Aberdeen Main Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Second Adjourned SGM or any adjournment thereof. Completion and return of a proxy form will not preclude Shareholders from attending and voting at the Second Adjourned SGM or any adjournment thereof if they so wish.

As a result of the Second Adjourned SGM, the expected timetable for the expected completion of the Group Restructuring, the Share Premium Reduction, the Distribution In Specie and the Sale and Purchase Completion contained in the Circular will be revised (the “**Revised Timetable**”). Further announcement will be made by the Company as soon as possible in relation to the Revised Timetable.

By Order of the Board
Starlight International Holdings Limited
LAU Sak Hong, Philip
Chairman

Hong Kong, 16 June 2014

As at the date of this announcement, the Board comprised Mr. Lau Sak Hong, Philip, Mr. Lau Sak Kai, Anthony, Mr. Lau Sak Yuk, Andy and Ms. Lau Chu Lan, Carol as executive directors, Mr. Peter Hon Sheung Tin as non-executive director and Mr. Chan Chak Chung, Mr. Chuck Winston Calptor and Mr. Tang Yee Man as independent non-executive directors.

The directors of the Company jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.