
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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If you have sold or transferred all your shares in **Starlight International Holdings Limited** (升岡國際有限公司*), you should at once hand this circular to the purchaser(s) or the transferee(s), or to the bank, licensed securities dealer or other agent through whom the sale or the transfer was effected for transmission to the purchaser(s) or the transferee(s).

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

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

A notice convening a special general meeting of Starlight International Holdings Limited (the “Company”) to be held at Suites 903-905, 9th Floor, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong on Friday, 5 September 2014 at 3:45 p.m. (Hong Kong time) (or as soon as the annual general meeting of the Company to be convened on the same date and at the same place at 3:30 p.m. (Hong Kong time) shall conclude or adjourn) is set out on pages 5 to 6 of this circular.

Whether or not you propose to attend the meeting, you are requested to complete the accompanying 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 Rooms 05-15, 13A/F, South Tower, World Finance Centre, Harbour City, 17 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of a proxy form will not preclude shareholders from attending and voting at the special general meeting if they so wish.

13 August 2014

* for identification purpose only

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“Announcement”	the announcement dated 11 August 2014 made by the Company in relation to the Proposed Change of Company Name
“Board”	the board of Directors
“Company”	STARLIGHT INTERNATIONAL HOLDINGS LIMITED, an exempted company incorporated in Bermuda whose shares are listed and traded on the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Proposed Change of Company Name”	the change of the Company’s English name from “STARLIGHT INTERNATIONAL HOLDINGS LIMITED” to “Shihua Development Company Limited” and the adoption of the Chinese name “實華發展有限公司” as the secondary name of the Company
“SGM”	the special general meeting of the Company to be held on Friday, 5 September 2014 at 3:45 p.m. (or as soon as the annual general meeting of the Company to be convened on the same date and at the same place at 3:30 p.m. shall conclude or adjourn) for the purpose of approving the Proposed Change of Company Name as referred to in this circular, or any adjournment thereof
“SGM Notice”	the notice convening the SGM set out on pages 5 to 6
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD

STARLITE
STARLIGHT INTERNATIONAL HOLDINGS LIMITED
升岡國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 485)

Executive Directors:

Mr. Wang Jing
Mr. Wang Xing Qiao
Mr. Chen Wan Jin
Mr. Zhao Shuang

Registered office:

Canon's Court
22 Victoria Street
Hamilton HM12
Bermuda

Non-executive Director:

Mr. Li Jun

*Head office and principal place of
business in Hong Kong:*

Rooms 05-15, 13A/F,
South Tower, World Finance Centre,
Harbour City, 17 Canton Road,
Tsim Sha Tsui,
Kowloon, Hong Kong

Independent non-executive Directors:

Mr. Yang Xin Hua
Mr. Wang Ping
Mr. Cheng Tai Kwan Sunny

13 August 2014

To the Shareholders

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

In the Announcement, the Board announced that the Company proposed to change the English name of the Company to "Shihua Development Company Limited" and adopt the Chinese name "實華發展有限公司" as the secondary name of the Company.

The purpose of this circular is to give you (i) further information regarding the Proposed Change of Company Name; and (ii) the notice of the SGM at which a special resolution will be proposed to consider and, if thought fit, approve the Proposed Change of Company Name.

* for identification purpose only

LETTER FROM THE BOARD

PROPOSED CHANGE OF COMPANY NAME

The Board proposed to change the English name of the Company to “Shihua Development Company Limited” and adopt the Chinese name “實華發展有限公司” as the secondary name of the Company.

REASON FOR THE CHANGE OF COMPANY NAME

The Board considers that the Proposed Change of Company Name will provide the Company with a fresh new corporate image and identity which will be in the interests of the Company.

CONDITIONS OF THE CHANGE OF COMPANY NAME

The Proposed Change of Company Name is subject to:

- (a) the approval of the Registrar of Companies in Bermuda having been obtained for the use by the Company of the proposed name of “Shinua Development Company Limited” and the proposed secondary name of “實華發展有限公司”; and
- (b) the passing of a special resolution by the Shareholders approving the Proposed Change of Company Name at the SGM.

The relevant filings with the Registrar of Companies in Bermuda will be made after the passing of the special resolution at the SGM.

Subject to satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the Registrar of Companies in Bermuda enters the new English name and the Chinese secondary name on the register in place of the existing English name of the Company. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Further announcement will be made by the Company regarding the effective date of the Proposed Change of Company Name and the change of the stock short name for the trading of the Company’s shares on the Stock Exchange as and when appropriate.

EFFECTS OF THE CHANGE OF COMPANY NAME

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. All existing share certificates in issue bearing the existing name of the Company shall continue to be evidence of title to such securities, and the existing share certificates will continue to be valid for trading, settlement and registration purposes.

There will not be any arrangements for free exchange of the existing share certificates of the Company for new share certificates under the new name of the Company. However, only new share certificates of the Company will be issued under the new name of the Company after the Proposed Change of Company Name has become effective.

LETTER FROM THE BOARD

Upon the Proposed Change of Company Name becoming effective, the Company will adopt a new stock short name in both of English and Chinese for the purpose of trading on the Stock Exchange.

SGM

The SGM Notice is set out on pages 5 to 6 of this circular.

The SGM will be convened for the purpose of obtaining approval from the Shareholders for the Proposed Change of Company Name and to authorise the Board to determine and deal with matters relating thereto, at its discretion with full authority.

Proxy form for use at the SGM is enclosed with this circular. Whether or not you intend to attend the SGM, you are requested to complete the proxy form in accordance with the instructions printed thereon and return it to the head office and principal place of business of the Company at Rooms 05-15, 13A/F, South Tower, World Finance Centre, Harbour City, 17 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the SGM. Completion and return of a proxy form will not preclude Shareholders from attending and voting at the SGM if they so wish.

VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the SGM will be taken by way of poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

RECOMMENDATION

The Board is of the opinion that the Proposed Change of Company Name is in the interest of the Company and its Shareholders as a whole. Accordingly, the Board recommends you to vote in favour of the special resolution to approve the Proposed Change of Company Name as set out in the SGM Notice.

By Order of the Board
Starlight International Holdings Limited
WANG Jing
Chairman

NOTICE OF SPECIAL GENERAL MEETING

STARLITE

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

升岡國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 485)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of STARLIGHT INTERNATIONAL HOLDINGS LIMITED (the “**Company**”) will be held at Suites 903-905, 9th Floor, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong on Friday, 5 September 2014 at 3:45 p.m. (Hong Kong time) (or as soon as the annual general meeting of the Company to be convened and held on the same date and at the same place at 3:30 p.m. (Hong Kong time) shall conclude or adjourn) for the following purposes:

To consider as special business and, if thought fit, pass with or without amendments, the following special resolution:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the entry of “Shihua Development Company Limited” as the new English name and the entry of “實華發展有限公司” as the secondary name of the Company in place of the Company’s existing name on the register maintained by the Registrar of Companies in Bermuda, the English name of the Company be and is hereby changed from “STARLIGHT INTERNATIONAL HOLDINGS LIMITED” to “Shihua Development Company Limited” and a new Chinese name “實華發展有限公司” be adopted as the secondary name of the Company (the “**Proposed Change of Company Name**”) with effect from the date of entry of the new English name and Chinese secondary name of the Company on the register maintained by the Registrar of Companies in Bermuda, and any one director of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents he considers necessary or expedient in connection with the implementation of or give effect to the Proposed Change of Company Name.”

By Order of the Board of Directors
Starlight International Holdings Limited
WANG Jing
Chairman

Hong Kong, 13 August 2014

* for identification purpose only

NOTICE OF SPECIAL GENERAL MEETING

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

*Head office and principal place of
business in Hong Kong:*
Rooms 05-15, 13A/F,
South Tower, World Finance Centre,
Harbour City, 17 Canton Road,
Tsim Sha Tsui,
Kowloon, Hong Kong

Notes:—

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. To be valid, a proxy form, 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 at the head office and principal place of business of the Company at Rooms 05-15, 13A/F, South Tower, World Finance Centre, Harbour City, 17 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. Completion and return of a proxy form will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should he so wish, and in such event, the form of proxy shall be deemed to be revoked.