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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)

(1) DESPATCH OF CIRCULAR; AND (2) ODD LOT TRADING ARRANGEMENTS

DESPATCH OF CIRCULAR

The Circular will be dispatched by the Company to the Shareholders on 31 May 2010. The notice of the SGM will be dispatched to the Shareholders together with the Circular on 31 May 2010.

Independent Shareholders are advised to read (i) the letter from VC Capital Limited to the Independent Board Committee and the Independent Shareholders in relation to the Open Offer and (ii) the letter from the Independent Board Committee to the Independent Shareholders in relation to the Open Offer before making their voting decisions in respect of the resolution approving the Open Offer.

ODD LOT TRADING ARRANGEMENTS

In order to facilitate the trading of odd lots (if any) of the Adjusted Shares arising from the Change in Board Lot Size, the Company has procured Cinda International Securities Limited to stand in the market to provide matching service for the odd lots of the Adjusted Shares at the relevant market price per Adjusted Share for the period from Thursday, 24 June 2010 to Friday, 16 July 2010 (both dates inclusive). Holders of odd lots of the Adjusted Shares should note that successful matching of the sale and purchase of odd lots of the Adjusted Shares is not guaranteed. Shareholders who wish to take advantage of this matching service either to dispose of their odd lots Adjusted Shares or to top up to board lots of 10,000 Adjusted Shares, may contact Mr. Leung Siu Wa of Cinda International Securities Limited at 45th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong at telephone number (852) 2235 7801. Any Shareholder, who is in any doubt about the odd lot arrangement, is recommended to consult his/her/its own professional advisers.

Reference is made to the announcement of Starlight International Holdings Limited (the “**Company**”) dated 10 May 2010 (the “**Announcement**”). Capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement unless the context requires otherwise.

DESPATCH OF CIRCULAR

The circular (the “**Circular**”) containing, inter alia, (i) further information regarding the details of the proposed Capital Reorganisation, Change in Board Lot Size and Open Offer; (ii) the letter from VC Capital Limited to the Independent Board Committee and the Independent Shareholders in relation to the Open Offer; (iii) the letter from the Independent Board Committee to the Independent Shareholders in relation to the Open Offer; and (iv) a notice convening the SGM will be dispatched to the Shareholders on 31 May 2010.

The SGM will be convened and held at 5th Floor, Shing Dao Industrial Building, 232 Aberdeen Main Road, Hong Kong on Wednesday, 23 June 2010 at 10:00 a.m. for the purpose of considering and, if thought fit, approving (i) the Capital Reorganisation; and (ii) the Open Offer.

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For details of the odd lot trading arrangements, please refer to the Circular.

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

Hong Kong, 31 May 2010

As at the date of this announcement, the board of directors of the Company comprised Mr. LAU Sak Hong, Philip, Mr. LAU Sak Kai, Anthony and Mr. LAU Sak Yuk, Andy as executive directors; Mr. Peter HON Sheung Tin as non-executive director and Mr. HO Hau Chong, Norman, Mr. CHAN Chak Chung and Mr. Winston Calptor CHUCK as independent non-executive directors.

* *for identification purpose only*