

# ASIANLOGIC LIMITED

(the "Company")

(Incorporated in the British Virgin Islands under Number 1410681)

## NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting (AGM) of AsianLogic Limited (the "Company") will be held at Baker Tilly Hong Kong Limited, 12th Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong on 26 June 2009 at 11:00 a.m. (Hong Kong time) for the following purposes:

### ORDINARY BUSINESS

To consider and if thought fit, pass the following resolutions which will be proposed as ordinary resolutions:

1. To receive the Company's annual accounts together with the report of the Directors and Auditors for the financial year ended 31 December 2008.
2. To reappoint Baker Tilly Hong Kong as auditors to hold office from the conclusion of the meeting to the conclusion of the next meeting at which the accounts are laid before the Company.
3. To authorise the Directors to determine the Auditors' remuneration.
4. To re-elect Thomas Hall, who retires by rotation, as a director.
5. To re-elect Gary Underwood, who retires by rotation, as a director.

### SPECIAL BUSINESS

To consider and, if thought fit, pass the following resolution which will be proposed as a special resolution:

6. THAT, pursuant to and for the purposes of, article 3.2 of the Company's current articles of association, the directors be and they are empowered to allot new ordinary shares of no par value in the Company ("Ordinary Shares") for cash, pursuant to the authority conferred on them by article 3.1 of such articles of association, provided that this power shall be limited to the allotment of an aggregate number of 8,623,471 Ordinary Shares and shall expire at the earlier of (i) the conclusion of the next succeeding Annual General Meeting of the Company, (ii) 15 months after the date of the passing of this resolution and (iii) the date on which the cancellation of the admission of the Company's ordinary shares of no par value to trading on AIM, a market operated by London Stock Exchange plc, takes effect.

### BY ORDER OF THE BOARD

**Robert Gregg Evans**  
*Chief Operating Officer and Company Secretary*

Mill Mall, Suite 6,  
Wiickhams Cay 1, P.O. Box 3085  
Road Town, Tortola  
British Virgin Islands

27 May 2009



## Notice of Annual General Meeting

### NOTES:

1. Only holders of Ordinary Shares, or their duly appointed representatives, are entitled to attend, vote and speak at the AGM. A member so entitled may appoint (a) proxy(ies), who need not be (a) member(s), to attend, speak and vote on his/her behalf. A proxy form is enclosed with this Notice. To be valid a proxy appointment must reach the office of the Company's Registrars Computershare Investor Services (Jersey) Limited, P.O. Box 83, Ordinance House, 31 Pier Road, St. Helier, Jersey, JE4 8PW, not less than 48 hours before the time fixed for the meeting or any adjournment thereof.
2. The Company, pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those shareholders on the register of members of the Company as at 11:00 a.m. (Hong Kong time) on 24 June 2009 (or, if the meeting is adjourned, shareholders on the register of members not later than 48 hours before the time fixed for the adjourned meeting) are entitled to attend and vote at the meeting in respect of the shares registered in their names at that time. Subsequent changes to the register shall be disregarded in determining the rights of any person to attend and vote at the meeting.
3. In the case of joint holders, the signature of only one holder is required on the Form of Proxy, but the vote of the first named on the register of members shall be accepted to the exclusion of the votes of the other joint holders.
4. If you are a Depositary Interest Holder and you wish to attend and vote at the AGM, you must be entered on the Company's register of Depositary Interests by 11:00 a.m. (Hong Kong time) on 23 June 2009 and bring to the AGM a letter of corporate representation validly executed on behalf of the Depositary. A letter of corporate representation can be obtained from the Depositary. Depositary Interest Holders may then attend in person and vote. Depositary Interest Holders not wishing to attend the AGM but wishing to vote in respect of the resolutions to be considered at the AGM can do so by instructing the Depositary.

Depositary Interest Holders should complete the enclosed Form of Instruction and submit it to the Depositary. If the Depositary Interest Holder is a Corporation then the Form of Instruction must be executed by a duly authorised person or under its common seal or in a manner authorised by its constitution. To be valid, Forms of Instruction must be received by the Depositary no later than 11:00 a.m. (Hong Kong time) on 23 June 2009.

Investors in the Shares or the Depositary Interests holding through a nominee service should arrange with that nominee service provider to be appointed as a corporate representative in respect of their holding in order to attend and vote at the AGM.

### Explanatory Notes

#### Resolution 1 - Report and Accounts

The directors of the Company are required to present to the meeting the accounts and the directors' and auditors' report for the financial year ended 31 December 2008.

#### Resolutions 2 and 3 - Re-appointment and remuneration and of auditors

Resolutions 2 and 3 propose the re-appointment of Baker Tilly Hong Kong as auditors of the Company and authorise the directors to set their remuneration.

#### Resolutions 4 and 5 - Re-election of directors

Under the current articles of association, one-third of the directors are required to retire by rotation each year. Thomas Hall and Gary Underwood will each retire by rotation and seek re-election.

#### Resolution 6 - Disapplication of pre-emption rights

It is proposed to renew the authority to the directors to allot equity securities for cash without first being required to offer such securities to existing members. This will include the sale on a non pre-emptive basis of any shares the Company holds in treasury for cash. The authority relates to up to 10% of the issued ordinary shares of the Company (excluding treasury shares) as at 22 May 2009. The authority sought at the annual general meeting will expire at the earlier of (i) the conclusion of the next annual general meeting of the Company, (ii) 15 months after the date of the passing of the resolution and (iii) the date on which the cancellation of the admission of the ordinary shares of the Company to trading on AIM, a market operated by London Stock Exchange plc, takes effect.