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Time2U International Holding Limited

時間由你國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1327)

SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice (the “**Notice**”) of the annual general meeting of Time2U International Holding Limited (the “**Company**”) dated 30 April 2015. As set out in the Notice, the board (the “**Board**”) of directors (the “**Directors**”) of the Company resolved to propose the resolutions contained in the Notice at the annual general meeting of the Company to be held at Jasmine Room, 3/F, Ramada Hong Kong Hotel, 308 Des Voeux Road West, Hong Kong on Monday, 22 June 2015 at 2:00 p.m. (the “**Annual General Meeting**”) for its shareholders’ consideration and, if thought fit, approval.

Reference is also made to the Company’s announcement dated 4 March 2015 in relation to, among others, the appointment of Mr. See Ching Chuen by the Board as an executive Director.

Pursuant to Article 83(3) of the articles of association of the Company, Mr. See Ching Chuen shall hold office only until the Annual General Meeting and shall then be eligible for re-election at that meeting. Mr. See, being eligible, will offer himself for re-election as executive Director at the Annual General Meeting.

SUPPLEMENTARY NOTICE IS HEREBY GIVEN that in addition to the resolutions contained in the Notice, the following ordinary resolutions are proposed by the Board to be considered and, if thought fit, passed as ordinary resolution in the Annual General Meeting:

ORDINARY RESOLUTIONS

“7. To re-elect Mr. See Ching Chuen as an executive Director.”

“8. To authorise the board of Directors to fix the remuneration of Mr. See Ching Chuen as an executive Director.”

By order of the Board
Time2U International Holding Limited
Lin Zhiqiang
Chairman

Hong Kong, 5 June 2015

Notes:

1. Save for the additional proposed resolutions, there is no any other change to the resolutions set out in the Notice. For details of other resolutions and other related matters to be considered and approved at the Annual General Meeting, please refer to the Notice and the circular of the Company dated 30 April 2015 (the “**Circular**”).
2. A revised form of proxy (the “**Revised Form of Proxy**”) for use at the Annual General Meeting has been prepared to include the additional proposed resolutions set out in this Supplementary Notice. The Revised Form of Proxy is also published on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.time2u.com.
3. A Shareholder who has not yet lodged the Original Form of Proxy despatched with the Circular (the “**Original Form of Proxy**”) in accordance with the instructions printed thereon is required to lodge the Revised Form of Proxy if he/she/it wishes to appoint proxies to attend the Annual General Meeting in his/her/its stead. In this case, the Original Form of Proxy should not be lodged.
4. A Shareholder who has already lodged the Original Form of Proxy with the Company’s Hong Kong branch share registrar in accordance with the instructions printed thereon should note that:
 - (i) If no Revised Form of Proxy is lodged in accordance with the instructions printed thereon, the Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the Original Form of Proxy will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her/its discretion (if no such instructions are given) on any resolution properly put to the Annual General Meeting, including the additional proposed resolutions set out in this Supplementary Notice.
 - (ii) If the Revised Form of Proxy is lodged in accordance with the instructions printed thereon before 48 hours prior to the time of the Annual General Meeting or any adjournment thereof (the “**Closing Time**”), the Revised Form of Proxy, if duly completed, will be treated as a valid proxy form lodged by the Shareholder and will revoke and supersede the Original Form of Proxy previously lodged by the Shareholder.
 - (iii) If the Revised Form of Proxy is lodged with the Company’s Hong Kong branch share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Form of Proxy will be invalid. The Original Form of Proxy, if duly completed, will be treated as a valid form of proxy lodged by the Shareholder. The proxy so appointed by the Shareholder under the Original Form of Proxy will be entitled to vote in the manner as mentioned in (i) above as if no Revised Form of Proxy is lodged with the Company’s Hong Kong branch share registrar.
5. Shareholders are reminded that completion and return of the Original Form of Proxy and/or the Revised Form of Proxy will not preclude them from attending and voting in person at the Annual General Meeting or any adjournment thereof.
6. As at the date of this notice, the board of Directors comprises four executive Directors, namely, Mr. Lin Zhiqiang, Ms. Yan Xiaotong, Mr. Dang Shuquo and Mr. See Ching Chuen, and three independent non-executive Directors, namely Mr. Chang Wei, Mr. Nie Xing and Mr. Yu Chou Man.