



VENTURE INTERNATIONAL INVESTMENT HOLDINGS LIMITED

(宏昌國際投資控股有限公司) *

(incorporated in Bermuda with limited liability)

(Stock Code: 61)

NOTICE OF SGM

NOTICE IS HEREBY GIVEN that the special general meeting (the “**Meeting**”) of Venture International Investment Holdings Limited (the “**Company**”) to be held at 9th Floor Wincome Centre, Nos. 39-41 Des Voeus Road Central, Hong Kong on 20th February 2008 at 11 a.m. for the purpose of considering and, if thought fit, passing the resolutions with or without amendments with resolution numbered 1 as a special resolution and resolution numbered 2 as an ordinary resolution:

SPECIAL RESOLUTION

1. “**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda being obtained, the name of the Company be and is hereby changed from “Venture International Investment Holdings Limited” to “Green Global Resources Limited” and a new Chinese name “綠色環球資源有限公司” be adopted to replace “宏昌國際投資控股有限公司” for identification purposes with effect from the day of the entry of the new name on the register maintained by the Registrar of Companies in Bermuda, and the Directors be and are hereby authorised to do all such acts and things and execute all documents they consider necessary or expedient to give effect to the aforesaid change of name of the Company.”

ORDINARY RESOLUTION

2. “**THAT** subject to and conditional upon the granting by the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) of the listing of and permission to deal in the Shares which may be issued pursuant to the exercise of option to be granted under the refreshed scheme mandate limit (the “**Scheme Mandate Limit**”) under the share option scheme adopted on 30 May 2002, which entitles the Directors to grant options after the listing of Shares on the Stock Exchange, in the manner as set out in paragraph (a) of this resolution,
 - (a) the refreshment of the Scheme Mandate Limit of up to 10 per cent. of the Shares in issue as at the date of passing of this resolution be and is hereby approved; and

- (b) the Directors be and are hereby authorised do all such acts and things and execute all such documents, including under seal where applicable, as they consider necessary or expedient to give effect to the foregoing arrangement.”

Hong Kong, 28 January 2008

By order of the Board
Venture International Investment Holdings Limited
Tse Michael Nam
Chairman and Chief Executive Officer

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

*Head office and principal place of
business in Hong Kong:*
9th Floor Wincome Centre,
Nos. 39-41 Des Voeux Road Central,
Hong Kong

Notes:

- 1 A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the bye-laws of the Company, vote in his stead. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- 2 In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the offices of the Company's branch registrars in Hong Kong, Tricor Tengis Limited, at 26th, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should be so wish.
3. In the case of joint holders of shares, any one such holders may vote at the meeting, either personally or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

As at the date of this announcement, Mr. Tse Michael Nam and Mr. Chan Tze Ngon are the executive Directors and Mr. Tai Benedict, Mr. Lim Yew Kong, John and Mr. Puongpun Sananikone are the independent non-executive Directors.

* *for identification purpose only*