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This announcement, for which the directors of Timeless Software Limited collectively and individually accept responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to Timeless Software Limited. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



TIMELESS SOFTWARE LIMITED

(incorporated in Hong Kong with limited liability)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of Timeless Software Limited (the “Company”) will be held at Board Room, 7/F., The Dynasty Club Limited, South West Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong on Wednesday, 25 February 2004, at 3:30 p.m. to consider and, if thought fit, pass the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

- (1) **“THAT** the conditional grant of 10,000,000 options to Mr. Cheng Kin Kwan pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 10,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”
- (2) **“THAT** the conditional grant of 7,000,000 options to Mr. Chung Yiu Fai pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 7,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”

- (3) “**THAT** the conditional grant of 7,000,000 options to Ms. Fung Sau Ching pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 7,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”
- (4) “**THAT** the conditional grant of 7,000,000 options to Mr. Ho Wing Hang pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 7,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”
- (5) “**THAT** the conditional grant of 6,000,000 options to Mr. Kan Siu Kei, Laurie pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 6,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”
- (6) “**THAT** the conditional grant of 6,000,000 options to Ms. Leung Mei Sheung, Eliza pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 6,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”
- (7) “**THAT** the conditional grant of 6,000,000 options to Ms. Wong Wai Ping, Mandy pursuant to the share option scheme of the Company adopted on 28 April 2003 for the subscription of 6,000,000 shares of HK\$0.05 each in the capital of the Company be and is hereby approved, confirmed and ratified.”

By Order of the Board

CHENG Kin Kwan

Chairman & Chief Executive Officer

Hong Kong, 10 February 2004

Registered Office:

79th Floor

The Center

99 Queen's Road Central

Hong Kong

Notes:

1. A member entitled to attend and vote at the meeting convened by the above notice may appoint one or more proxies to attend the meeting and vote on a poll instead of him. A proxy need not be a member of the Company.
2. To be valid, a form of proxy and the power of authority (if any) under which it is signed or a notarially certified copy of such power of authority must be deposited at the registered office of the Company at 79th Floor, The Center, 99 Queen's Road Central, Hong Kong not less than 48 hours before the time appointed for holding the meeting or the adjourned meeting.

This announcement will remain on the GEM website (www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the day of its posting and on the Company's website (www.timeless.com.hk).