

SOLOMON SYSTECH (INTERNATIONAL) LIMITED
(Incorporated in the Cayman Islands with limited liability)

MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY HELD AT ISLAND SHANGRI-LA HONG KONG, PACIFIC PLACE, SUPREME COURT ROAD, CENTRAL, HONG KONG ON FRIDAY, 8 APRIL 2005 AT 4:00 P.M.

PRESENT As per attached shareholders' attendance sheets.

IN ATTENDANCE As per attached directors' and non-members' attendance sheets.

CHAIRMAN Mr Lam Pak Lee was in the chair.

QUORUM A quorum was present pursuant to Article 72 of the Company's Articles of Association.

NOTICE The notice convening the meeting was taken as read.

PROCEDURES FOR DEMANDING A POLL BY SHAREHOLDERS The procedures for demanding a poll by shareholders as well as the level of proxy votes lodged for all resolutions to be proposed in the meeting were explained by a representative of Tricor Services Limited.

REPORTS OF DIRECTORS AND AUDITORS AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004 The abbreviated report of the auditors was read.

Since the Chairman of the Board had nothing to add to his statement which was attached to the reports and the audited financial statements for the year ended 31 December 2004, the Chairman proposed the following Motion No. 1:-

"THAT the reports of the directors and auditors and the audited financial statements for the year ended 31 December 2004, now submitted to this meeting, be and are hereby received."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

33 votes were cast in favour; and
0 vote was cast against.

The Chairman declared the resolution No. 1 was carried.

FINAL DIVIDEND

It was noted that the directors had recommended a final dividend of HK\$0.12 per share for the year ended 31 December 2004 out of the Company's profits.

The Chairman proposed the following Motion No. 2:-

"THAT a final dividend of HK\$0.12 per share for the year ended 31 December 2004, as recommended by the directors, be declared payable to the shareholders whose names appear on the Register of Members on 8 April 2005."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

32 votes were cast in favour; and
0 vote was cast against.

The Chairman declared the resolution No. 2 was carried.

ELECTION OF DIRECTORS AND AUTHORISATION TO THE BOARD TO FIX DIRECTORS' REMUNERATION

It was noted that pursuant to Article 112 of the Company's Articles of Association, Mr Huang Hsing Hua, Mr Chang Ching Yi, Steven and Mr Wong Yuet Leung, Frankie should retire at the meeting and, being eligible, offered themselves for re-election.

3(a) Election of Mr Huang Hsing Hua as executive director

A shareholder proposed the following Motion No. 3(a):-

"THAT Mr Huang Hsing Hua who retire in accordance with the Company's Articles of Association, be and is hereby re-elected executive director of the Company."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

33 votes were cast in favour; and
0 vote was cast against.

The Chairman declared the resolution No. 3(a) was carried.

3(b) Election of Mr Chang Ching Yi, Steven as non-executive director

A shareholder proposed the following Motion No. 3(b):-

"THAT Mr Chang Ching Yi, Steven who retire in accordance with the Company's Articles of Association, be and is hereby re-elected non-executive director of the Company."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

33 votes were cast in favour; and
0 vote was cast against.

The Chairman declared the resolution No. 3(b) was carried.

3(c) Election of Mr Wong Yuet Leung, Frankie as non-executive director

A shareholder proposed the following Motion No. 3(c):-

"THAT Mr Wong Yuet Leung, Frankie who retire in accordance with the Company's Articles of Association, be and is hereby re-elected non-executive director of the Company."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

33 votes were cast in favour; and
0 vote was cast against.

The Chairman declared the resolution No. 3(c) was carried.

3(d) Fixing of directors' remuneration

A shareholder proposed the following Motion No. 3(d):-

"THAT the Board of Directors be authorised to fix the respective directors' remuneration for the coming year."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

33 votes were cast in favour; and
0 vote was cast against.

The Chairman declared the resolution No. 3(d) was carried.

APPOINTMENT OF
AUDITORS

In relation to the appointment of auditors of the Company, a shareholder proposed the following Motion No. 4:-

"THAT Messrs PricewaterhouseCoopers be and are hereby appointed auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board of Directors."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

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Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

32 votes were cast in favour; and
0 vote was cast for against.

The Chairman declared the resolution No. 4 was carried.

AUTHORISATION TO
REPURCHASE
COMPANY'S SHARES

In relation to the authorization to the directors to exercise all the powers of the Company to purchase its own shares, a shareholder proposed the following Motion No. 5A:-

"THAT the resolution as contained in item 5A of the notice dated 14 March 2005 convening this meeting be and is hereby passed as an Ordinary Resolution."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

32 votes were cast in favour; and
0 vote was cast for against.

The Chairman declared the resolution No. 5A was carried.

GENERAL MANDATE
TO ISSUE COMPANY'S
SHARES

In order to ensure flexibility and discretion to the directors in the event that it becomes desirable to issue, allot and deal with any shares of the Company up to 20% of the existing issued share capital, a shareholder proposed the following Motion No. 5B:-

"THAT the resolution as contained in item 5B of the notice dated 14 March 2005 convening this meeting be and is hereby passed as an Ordinary Resolution."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

32 votes were cast in favour; and
0 vote was cast for against.

The Chairman declared the resolution No. 5B was carried.

EXTENSION OF
GENERAL MANDATE

In relation to the extension of the general mandate granted to the directors to issue new shares by adding to it the number of shares being repurchased, if any, pursuant to the aforesaid authorization, a shareholder proposed the following Motion No. 5C:-

"THAT the resolution as contained in item 5C of the notice dated 14 March 2005 convening this meeting be and is hereby passed as an Ordinary Resolution."

A shareholder seconded the motion.

The Chairman put the motion to the meeting for voting by show of hands.

Tricor Investor Services Limited, the Company's Share Registrar announced the vote results as follows:

32 votes were cast in favour; and
0 vote was cast for against.

The Chairman declared the resolution No. 5C was carried.

END OF MEETING

There being no further business, the Chairman declared the meeting closed at 4:25 p.m..



Lam Pak Lee
Chairman of the Meeting