

**IN THE MATTER OF THE COMPANIES ACT 1981
(the “Act”)**

AND

IN THE MATTER OF

**EPI (HOLDINGS) LIMITED
(the “Company”)**

**NOTICE OF REDUCTION OF ISSUED SHARE CAPITAL AND
CANCELLATION OF SHARE PREMIUM ACCOUNT**

NOTICE IS HEREBY GIVEN pursuant to Section 46(2)(a) of the Act that subject to the satisfaction of certain conditions, the Company proposes to consolidate (the **“Share Consolidation”**) every ten (10) issued shares of HK\$0.10 each into one (1) share of HK\$1.00 each (the **“Consolidated Share”**) in the share capital of the Company and, following the Share Consolidation, to reduce its issued share capital from an amount of approximately HK\$485,235,758 by an amount of approximately HK\$480,383,400.42 to an amount of approximately HK\$4,852,357.58 by canceling (a) any fractional Consolidated Share in the issued share capital of the Company arising from the Share Consolidation, and (b) paid-up capital to the extent of HK\$0.99 on each issued Consolidated Share (the **“Capital Reduction”**).

It is further intended that the Company will cancel the entire amount standing to the credit of its share premium account from the amount of approximately HK\$4,181,798,000 to nil (the **“Share Premium Reduction”**).

It is intended that conditional upon satisfaction of certain conditions, the Capital Reduction and the Share Premium Reduction will take effect on or about 14 May, 2015.

Dated this 29th day of April, 2015.

Conyers Dill & Pearman
Attorneys to the Company