



# LUK FOOK HOLDINGS (INTERNATIONAL) LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 590)**

## PROPOSED AMENDMENTS TO BYE-LAWS

In order to align the Bye-laws with amendments to the Listing Rules, the Directors propose to amend the Bye-laws.

Accordingly, a special resolution will be proposed at the forthcoming annual general meeting to amend the Bye-laws. The circular containing details of the proposed amendments to the Bye-laws will be dispatched to the Shareholders on or about 30th July 2006.

Pursuant to Code A.4.2 of Appendix 14 to the Listing Rules that contain the Code on Corporate Governance Practices and came into effect on 1st January 2005, all directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after their appointment. Also, every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

Pursuant to Code E.2.1 of Appendix 14 to the Listing Rules, a poll should be demanded by the Chairman of the meeting and/or directors who, individually or collectively, hold proxies in respect of shares representing 5% or more of the total voting rights at a particular meeting in certain circumstances where, on a show of hands, a meeting votes in the opposite manner to that instructed in those proxies.

Furthermore, pursuant to Paragraph 4(3) of Appendix 3 to the Listing Rules that came into effect on 1st March 2006, the Company in general meeting should be able to remove a director by an ordinary resolution instead of a special resolution.

In order to align the Company's Bye-laws (the "Bye-laws") with these amendments to the Listing Rules, the Directors of the Company (the "Directors") propose that the Bye-laws be amended in the manner as set out in the Proposed Special Resolutions.

The circular containing, amongst other things, information on the proposed amendments to the Bye-laws, will be dispatched to shareholders (the "Shareholders") of Luk Fook Holdings (International) Limited (the "Company") on or about 30th July 2006.

*As at the date of this announcement, the Company's executive directors are Mr. WONG Wai Sheung (Chief Executive), Mr. TSE Moon Chuen, Mr. LAW Tim Fuk, Paul and Mr. LAU Kwok Sum; the non-executive directors are Mr. WONG Koon Cheung, CHAN Wai, LEE Shu Kuan, Ms. YEUNG Po Ling, Pauline and Mr. HUI King Wai; the independent non-executive directors are Mr. HUI Chiu Chung, Mr. CHIU Wai Mo, and Mr. LO Mun Lam, Raymond (Chairman).*

By Order of the Board  
**Luk Fook Holdings (International) Limited**  
**Wong Wai Sheung**  
*Chief Executive*

Hong Kong, 19th June 2006

“Please also refer to the published version of this announcement in The Standard”