

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.*



## **APT SATELLITE HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

(Stock code: 1045)

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “SGM”) of APT Satellite Holdings Limited (the “Company”) will be held at its principal place of business, 22 Dai Kwai Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong on Thursday, 3 June 2010 at 11:00 a.m. to consider and, if thought fit, pass with or without modifications, the following resolutions which will be proposed as ordinary resolutions as indicated below:

#### **ORDINARY RESOLUTIONS**

1. **“THAT** the APSTAR 7B Satellite Launch Services Agreement entered into on 23 April 2010 between APT Satellite Company Limited, a wholly-owned subsidiary of the Company and China Great Wall Industry Corporation in respect of APSTAR 7B Satellite (a copy of which has been produced to the meeting and marked “A” and signed by the chairman of the meeting for identification purposes) and the transactions contemplated thereunder are hereby approved **AND THAT** the directors of the Company be and are hereby authorised to do all such things and sign, seal, execute, perfect and deliver all such documents on behalf of the Company as they may in their discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation and/or give effect to any matters relating to the APSTAR 7B Satellite Launch Services Agreement and all transactions contemplated thereunder.”

2. “**THAT** the Co-operation Agreement entered into on 23 April 2010 between APT Satellite Company Limited, a wholly-owned subsidiary of the Company and China Satellite Communications Corporation in respect of APSTAR 7B Satellite (a copy of which has been produced to the meeting and marked “B” and signed by the chairman of the meeting for identification purposes) and the transactions and arrangements contemplated thereunder are hereby approved AND THAT the directors of the Company be and are hereby authorised to do all such things and sign, seal, execute, perfect and deliver all such documents on behalf of the Company as they may in their discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation and/ or give effect to any matters relating to the Co-operation Agreement and all transactions contemplated thereunder.”

By Order of the board of  
**APT Satellite Holdings Limited**  
**Dr. Brian Lo**  
*Company Secretary*

Hong Kong, 17 May 2010

*Registered office:*

Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

*Head office and principal place of business:*

22 Dai Kwai Street  
Tai Po Industrial Estate  
Tai Po  
New Territories  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the above meeting is entitled to appoint one or, if he/she is the holder of two or more shares, more proxies to attend and vote on his/her behalf. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited with the Company's branch share registrars in Hong Kong, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power of attorney or other authority, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting (as the case may be).
3. The form of proxy for use in connection with the above meeting has been sent to the shareholders and such form is also published on the website of the Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.apstar.com](http://www.apstar.com)).

The directors of the Company as at the date of this notice are as follows:

*Executive Directors:*

Cheng Guangren (President) and Qi Liang (Vice President)

*Non-executive Directors:*

Rui Xiaowu (Chairman), Lim Toon, Yin Yen-liang, Wu Zhen Mu, Yong Foo Chong, Wu Jinfeng and Tseng Ta-mon (Alternate Director to Yin Yen-liang)

*Independent Non-executive Directors:*

Lui King Man, Lam Sek Kong and Cui Liguó