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* Asterisks denote mandatory information


Name of Announcer *	THE STYLE MERCHANTS LIMITED
Company Registration No.	N.A.
Announcement submitted on behalf of	THE STYLE MERCHANTS LIMITED
Announcement is submitted with respect to *	THE STYLE MERCHANTS LIMITED
Announcement is submitted by *	Michael Ng Lai Yick
Designation *	Executive Chairman
Date & Time of Broadcast	07-Jul-2010 17:16:06
Announcement No.	00042

>> Announcement Details

The details of the announcement start here ...

Announcement Title *	NOTICE OF SPECIAL GENERAL MEETING
Specific shareholder's approval Required? *	Yes
Description	Please see attached.

Attachments

 [TSML-NoticeSGM.pdf](#)
 Total size = **26K**
 (2048K size limit recommended)

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THE STYLE MERCHANTS LIMITED

(Company Registration Number: 27671)
(Incorporated in Bermuda on 24 January 2000)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of The Style Merchants Limited (the “**Company**”) will be held at Function room: Tanglin 1, Level 1 @ Hotel Lobby, SEAMEO Regional Language Centre, 30 Orange Grove Road, Singapore 258352 on Friday, 30 July 2010 at 11:00 a.m. or as soon as practicable following the conclusion or adjournment of the annual general meeting of the Company to be held at 10:30 a.m. on the same day and at the same place, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1: THE PROPOSED ADOPTION OF THE STYLE MERCHANTS EMPLOYEE SHARE OPTION SCHEME 2010

That the employee share option scheme to be known as the “Style Merchants Employee Share Option Scheme 2010” (the “**Scheme**”) under which options (“**Options**”) may be granted to selected directors and employees of the Company and its subsidiaries and associated companies who have attained the age of 21 years and who are not undischarged bankrupts, to subscribe for ordinary shares of US\$0.01 each in the capital of the Company (“**Shares**”), particulars of which are set out in the circular to shareholders of the Company dated 7 July 2010, be and is hereby approved and adopted, and that the directors of the Company (the “**Directors**”) be and are hereby authorised:

- (a) to establish and administer the Scheme;
- (b) to modify and/or amend the Scheme from time to time provided that such modification and/or amendment is effected in accordance with the rules of the Scheme, and to do all such acts and to enter into such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Scheme; and
- (c) to offer and grant Options in accordance with the rules of the Scheme and the Bermuda Companies Act, and to deliver existing Shares (excluding treasury shares) and allot and issue from time to time such number of new Shares, as may be required to be transferred or allotted and issued pursuant to the exercise of the Options under the Scheme.

ORDINARY RESOLUTION 2: THE PROPOSED GRANT OF OPTIONS AT A DISCOUNT UNDER THE STYLE MERCHANTS EMPLOYEE SHARE OPTION SCHEME 2010

That subject to and contingent upon the passing of Ordinary Resolution 1, the Directors be and are hereby authorised to offer and grant Options in accordance with the rules of the Scheme with exercise prices set at a discount to the market price (being the average of the last dealt prices for a Share determined by reference to the daily Official List published by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) for a period of three (3) consecutive trading days on which the Shares are traded on the SGX-ST immediately prior to the date of grant of that Option, provided always that in the case of a trading day on which the Shares were not traded on the SGX-ST, the last dealt price for the Shares on such trading day shall be deemed to be the last dealt price of the Shares on the immediately preceding trading day on which the Shares were traded, rounded up to the nearest whole cent in the event of fractional prices), provided that such discount does not exceed the relevant limits set by the SGX-ST.

BY ORDER OF THE BOARD

Yvonne Choo / Hazel Chia Luang Chew
Company Secretaries

Singapore
7 July 2010

Notes:

1. A shareholder of the Company (the "**Shareholder**") is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a Shareholder of the Company.
2. If a Shareholder wishes to appoint a proxy/proxies to attend the SGM, then he/she must complete and deposit the Shareholder Proxy Form at the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623, at least forty-eight (48) hours before the time of the SGM.
3. If the Shareholder is a corporation, then the Shareholder Proxy Form must be executed under seal or the hand of its duly authorised officer or attorney and must be deposited at the office of the Company's Share Transfer Agent in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01, Singapore Land Tower, Singapore 048623, at least forty-eight (48) hours before the time of the SGM.