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**MIDLAND HOLDINGS LIMITED**

**美聯集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

website: [www.midland.com.hk](http://www.midland.com.hk)

**Stock code: 1200**



**EVI Education Asia Limited**

**EVI 教育亞洲有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

website: [www.evi.com.hk](http://www.evi.com.hk)

**Stock code: 8090**

**RESULTS OF  
GENERAL MEETINGS APPROVING  
THE NEW SHARE OPTION SCHEME AND  
TERMINATION OF THE EXISTING SHARE OPTION SCHEME  
OF  
EVI EDUCATION ASIA LIMITED**

The boards of Midland and EVI are pleased to announce that the ordinary resolutions approving the new share option scheme of EVI were duly passed at the special general meeting of Midland Holdings Limited and the extraordinary general meeting of EVI Education Asia Limited held today respectively.

Reference is also made to the respective circulars of Midland Holdings Limited ("Midland") and EVI Education Asia Limited ("EVI") both dated 12 May 2005. Capitalised terms used in this announcement shall have the same meanings ascribed to them in such circulars. The boards of directors of Midland and EVI are pleased to announce that the ordinary resolutions approving the new share option scheme of EVI were duly passed at the special general meeting of Midland and the extraordinary general meeting of EVI held today respectively. The rules of new scheme adopted are in compliance with the requirements in Chapter 17 of the Main Board Listing Rules and Chapter 23 of the GEM Board Listing Rules. The maximum number of new shares of EVI which may be issued upon exercise of all options granted under the new scheme is 830 million shares, representing 10% of the issued shares of EVI of 8,300 million as at the date of adoption of the new scheme.

As set out in the above circulars of Midland and EVI, the operation of the existing share option scheme of EVI will be terminated upon the new scheme becoming unconditional.

The amendments to the Bye-laws of Midland and the Articles of EVI in the terms set out in the above circulars of Midland and EVI were also duly approved by the shareholders of Midland and of EVI at such meetings respectively.

By order of the Board  
**Midland Holdings Limited**  
**Chan Kin Chu, Harry**  
*Company Secretary*

By order of the Board  
**EVI Education Asia Limited**  
**Chan Kin Chu, Harry**  
*Executive Director and Company Secretary*

Hong Kong, 6 June 2005

As at the date of this announcement, the Midland Board comprises eight directors, of which (i) five are executive Directors, namely Mr. Wong Kin Yip, Freddie, Mr. Cheung Kam Shing, Ms. Lam Fung Fong, Mr. Chan Kwan Hing and Mr. Kwok Ying Lung and (ii) three are independent non-executive Directors, namely Mr. Koo Fook Sun, Louis, Mr. Sun Tak Chiu and Mr. Wang Ching Miao, Wilson.

As at the date of this announcement, the EVI Board comprises nine Directors, of which (i) four are executive Directors, namely Ms. Ip Kit Yee, Kitty, Mr. Pong Wai San, Wilson, Mr. Chan Kin Chu, Harry and Mr. Cheung Shi Kwan, Wings; (ii) one non-executive Director, being Mr. Tsang Link Carl, Brian; and (iii) four are independent non-executive Directors, namely Mr. Hung Tak Chow, Charles, Mr. Hung Fan Wai, Wilfred, Mr. Lai Hin Wing, Henry and Mr. Ying Wing Cheung.

The directors of EVI jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

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\* for identification purpose only