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## IMPORTANT

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**If you are in doubt** about this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Broad Intelligence International Pharmaceutical Holdings Limited (the “Company”), you should at once hand this circular with the enclosed form of proxy to the purchaser or the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.

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**BROAD INTELLIGENCE INTERNATIONAL PHARMACEUTICAL HOLDINGS LIMITED**

**博智國際藥業控股有限公司**

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

**(Stock Code: 1149)**

### **PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

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A letter from the board of directors of the Company is set out on pages 3 to 6 of this circular.

A notice convening the extraordinary general meeting of the Company to be held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on 23 July 2010 at 10:30 a.m., at which, among other things, the above proposal will be considered. The full text of the notice is set out on pages 7 to 8 of this circular.

Whether or not you intend to attend the extraordinary general meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong branch share registrar and transfer office, Tricor Standard Limited of 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof should you so wish.

24 June 2010

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## DEFINITIONS

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*In this circular (other than in the notice of EGM), unless the context otherwise requires, the following expressions have the following meanings:*

“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors
“Companies Law”	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised from time to time) of the Cayman Islands
“Company”	Broad Intelligence International Pharmaceutical Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on 23 July 2010 at 10:30 a.m. to consider and, if appropriate, to approve the resolution as set out in the notice of EGM on pages 7 to 8 of this circular
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

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## DEFINITIONS

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“Memorandum”	the memorandum of association of the Company
“PRC”	The People’s Republic of China
“Shareholder(s)”	holder(s) of Share(s)
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, being the lawful currency of Hong Kong
“%”	per cent.

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## LETTER FROM THE BOARD

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### BROAD INTELLIGENCE INTERNATIONAL PHARMACEUTICAL HOLDINGS LIMITED 博智國際藥業控股有限公司

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

**(Stock Code: 1149)**

*Executive Directors:*

Mr. ZHONG Houtai (*Chairman*)

Mr. ZHONG Houyao

Mr. LIN Supeng

Mr. YANG Ma

*Registered Office:*

P.O. Box 309

Ugland House

Grand Cayman

KY1-1104

Cayman Islands

*Independent Non-executive Directors:*

Mr. PEI Renjiu

Mr. LI Kai Ming

Mr. CHEUNG Chuen

*Principal Office in Hong Kong:*

Unit 1903

Allied Kajima Building

138 Gloucester Road

Wanchai

Hong Kong

24 June 2010

*To the Shareholders*

Dear Sir or Madam,

### **PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

#### **1. INTRODUCTION**

The purpose of this circular is to provide you with information in respect of the special resolution to be proposed to seek approval of the Shareholders at the EGM in respect of, among other matters, the proposed change of Company name.

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## LETTER FROM THE BOARD

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### 2. PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Broad Intelligence International Pharmaceutical Holdings Limited” to “Anxin-China Holdings Limited” and the Chinese name of the Company from “博智國際藥業控股有限公司” to “中國安芯控股有限公司”, subject to the conditions set out below being fulfilled.

#### Reasons for the change of Company name

In October 2009, the Group acquired Eagle Mascot Limited, which indirectly held 100% interest in 深圳市安芯數字發展有限公司 (Shenzhen An-xin Digital Development Co., Limited), an integrated solutions provider of high technology intelligent security warning systems (the “Acquisition”). In order to better reflect the Group’s business following the Acquisition, the Board proposes to change the Company’s name. In addition, the Board believes that the new name can improve the Company’s corporate image and identity, which the Board considers to be in the interests of the Company and the Shareholders as a whole.

The proposed change of name of the Company will be subject to the following conditions:

- a. the passing of the special resolution by the Shareholders at the EGM to approve the change of the Company’s name; and
- b. the Registrar of Companies in the Cayman Islands approving the proposed change of the Company’s name.

The new name of the Company will take effect from the date of entry of the new name on the register maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Registrar of Companies in Hong Kong.

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## LETTER FROM THE BOARD

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### **Effects of the change of the Company's name**

The proposed change of the name of the Company will not affect any rights of the Shareholders. All existing share certificates of the Company under the name of "Broad Intelligence International Pharmaceutical Holdings Limited" shall, after the proposed change of the Company's name becoming effective, continue to be evidence of title to the Shares and will be valid for trading, settlement and delivery for the same number of Shares in the new name of the Company. As such, no arrangement will be made for the exchange of the existing share certificates of the Company for the new share certificates bearing the Company's new name as a result of the change of the Company's name.

Further announcement will be made by the Company when the change of Company's name becomes effective together with the new stock short name of the Company (in both English and Chinese) as a result of the change of the Company's name.

### **3. EXTRAORDINARY GENERAL MEETING**

The notice of the EGM is set out on pages 7 to 8 of this circular. At the EGM, a special resolution will be proposed to approve, inter alia, the proposed change of the Company's name.

A form of proxy for use at the EGM is enclosed with this circular and such form of proxy is also published on the website of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.broadintelligence.com.hk](http://www.broadintelligence.com.hk)). In order to be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Standard Limited of 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, together with a power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. The completion and return of the form of proxy will not preclude any Shareholder from attending and voting at the EGM or any adjournment thereof if so wished.

### **4. VOTING BY POLL**

The resolution set out in the notice of the EGM would be decided by poll in accordance with Rule 13.39(4) of the Listing Rules. The chairman would explain the detailed procedures for conducting a poll at the commencement of the EGM.

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## LETTER FROM THE BOARD

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On a poll, every Shareholder present in person (or, in the case of a Shareholder being a corporation, by its duly authorized representative) or by proxy shall have one vote for each Share registered in his name in the register of members of the Company. A Shareholder entitled to more than one vote is under no obligation to cast all his votes in the same way.

After the conclusion of the EGM, the poll results will be published on the websites of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.broadintelligence.com.hk](http://www.broadintelligence.com.hk)).

### 5. RECOMMENDATION

The Board considers that the special resolution to be proposed at the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of such resolution at the EGM

Yours faithfully,

For and on behalf of the Board of

**Broad Intelligence International Pharmaceutical Holdings Limited**

**Zhong Houtai**

*Chairman*



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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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**BROAD INTELLIGENCE INTERNATIONAL PHARMACEUTICAL HOLDINGS LIMITED**

**博智國際藥業控股有限公司**

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

**(Stock Code: 1149)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting of Broad Intelligence International Pharmaceutical Holdings Limited (the “Company”) will be held at Plaza 3, Lower Lobby, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on 23 July 2010 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the following as a special resolution, with or without amendments:

#### **SPECIAL RESOLUTION**

“**THAT** the English name of the Company be changed from “Broad Intelligence International Pharmaceutical Holdings Limited” to “Anxin-China Holdings Limited” and the Chinese name of the Company be changed from “博智國際藥業控股有限公司” to “中國安芯控股有限公司”, and the Directors be and are hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements as they shall, in their absolute discretion, deem necessary or expedient to effect the foregoing.”

Yours faithfully,

For and on behalf of the Board of

**Broad Intelligence International Pharmaceutical Holdings Limited**

**Zhong Houtai**

*Chairman*

Hong Kong, 24 June 2010

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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*Principal Office in Hong Kong:*

Unit 1903  
Allied Kajima Building  
138 Gloucester Road  
Wanchai, Hong Kong.

*Registered Office:*

P.O. Box 309  
Ugland House  
Grand Cayman  
KY1-1104  
Cayman Islands

*Note:*

1. A member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or, if he holds two or more shares, more proxies to attend and vote in his stead. A proxy need not be a member of the Company. In order to be valid, the form of proxy must be deposited at the Company's Hong Kong branch share registrar and transfer office, Tricor Standard Limited of 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
2. Completion and return of the form of proxy will not preclude members from attending and voting in person at the extraordinary general meeting or any adjournment.
3. In the case of joint holders of shares in the Company, the vote of the senior who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holders, seniority being determined by the order in which names stand in the register of members.
4. The register of members of the Company will be closed from 22 July 2010 to 23 July 2010, both days inclusive, during which period no transfers of shares shall be effected. In order to qualify for attending and voting at the extraordinary general meeting, all transfers of shares accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Standard Limited of 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:00 p.m. on 21 July 2010.
5. As at the date of this notice, the board of directors comprises Mr. Zhong Houtai, Mr. Zhong Houyao, Mr. Lin Supeng and Mr. Yang Ma, all being the executive directors and Mr. Pei Renjiu, Mr. Li Kai Ming and Mr. Cheung Chuen, all being the independent non-executive directors.