



Bosideng International Holdings Limited

波司登國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 3998)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Bosideng International Holdings Limited (the “**Company**”) will be held at Tianshan Room, Level 5, Island Shangri-La, Pacific Place, Supreme Court Road, Central, Hong Kong on 26 September 2008 at 10:30 a.m. (or so soon thereafter as the annual general meeting of the Company convened at the same place and date at 10:00 a.m. shall have concluded or adjourned) for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (a) the non-exercise of the right of first refusal offered by Changshu Bosideng (as an associate of Mr. Gao Dekang) to the Company under the Non-competition Deed dated 15 September 2007 in the event of a disposal relating to 70% of the equity interest of Jiangsu Kangbo Apparel Co., Ltd. (the “**Right of First Refusal**”, as defined and further described in the circular to the shareholders of the Company dated 11 September 2008) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) the directors and company secretary of the Company be and are hereby authorised to do all such further acts and things and execute such further documents and take all steps which in their opinion may be necessary, desirable or expedient to effect and implement the non-exercise of the Right of First Refusal and the transactions contemplated thereunder, with any changes as such directors and company secretary of the Company may consider necessary, desirable or expedient.”

By Order of the Board of
Bosideng International Holdings Limited
Gao Dekang
Chairman

Hong Kong, 11 September 2008

Notes:

1. A shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his proxy to attend and vote instead of him; a proxy need not be a shareholder of the Company.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
3. In order to be valid, a form of proxy must be deposited the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited at Rooms 1806–07, 18th Floor, Hopewell Centre, 183 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 certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude members of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.

At the date of this notice, the executive directors of the Company are Mr. Gao Dekang, Ms. Mei Dong, Ms. Gao Miaoqin, Dr. Kong Shengyuan, Ms. Huang Qiaolian and Ms. Wang Yunlei; the non-executive director of the Company is Mr. Shen Jingwu; and the independent non-executive directors of the Company are Mr. Dong Binggen, Mr. Jiang Hengjie, Mr. Wang Yao and Mr. Ngai Wai Fung.