

The logo for Bossini, featuring the word "bossini" in a white, lowercase, sans-serif font inside a black rectangular box.

BOSSINI INTERNATIONAL HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock code: 592)

NOTICE OF SPECIAL GENERAL MEETING

The following notice of special general meeting dated 30 June 2004 was contained in the circular of Bossini International Holdings Limited (the "Company") dated 30 June 2004 which has been despatched to the Company's shareholders on 30 June 2004.

NOTICE IS HEREBY GIVEN that a special general meeting of the Company will be held at Ching Room, 4th Floor, Sheraton Hong Kong Hotel and Towers, 20 Nathan Road, Tsimshatsui, Kowloon, Hong Kong on Monday, 19 July 2004 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

"THAT:

- (a) the Purchase Agreement (as defined in the circular of the Company dated 30 June 2004 (the "Circular")), a copy of which is tabled at the meeting and marked "A" and initialled by the chairman of the meeting for identification purpose, and the transactions contemplated thereunder be and are hereby approved;
- (b) the proposed annual caps in relation to the Non-Exempt Continuing Connected Transactions (as defined in the Circular), being HK\$236,000,000 for the financial year ending 31 March 2005, HK\$330,000,000 for the financial year ending 31 March 2006 and HK\$429,000,000 for the financial year ending 31 March 2007, be and are hereby approved; and
- (c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/them to be incidental to, ancillary to or in connection with the matters contemplated in or relating to the Purchase Agreement and/or the Non-Exempt Continuing Connected Transactions as he/they may consider necessary, desirable or expedient."

By order of the Board

Law Ka Sing

Chairman

Hong Kong, 30 June 2004

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
2. To be valid, the form of proxy, together with the notarially certified power of attorney or other authority (if any) under which it is signed must be deposited at the principal place of business in Hong Kong of the Company at 6th Floor, Hong Kong Spinners Industrial Building, Phase 1 & 2, 601-603 Tai Nan West Street, Kowloon, Hong Kong as soon as possible and in any event, not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.
3. Where there are joint holders of any share, any one of such holders may vote at the meeting, either in person or by proxy, in respect of such shares as if he were solely entitled to vote, but if more than one of such joint holder be present at the meeting in person or by proxy, the person so present whose name stands first in the register of members of the Company in respect of such share shall alone be entitled to vote in respect of it.
4. Completion and return of the form of proxy will not preclude a member from attending the meeting and voting in person at the meeting or any adjourned meeting if he so desires. If a member attends the meeting after having deposited the form of proxy, his form of proxy will be deemed to have been revoked.
5. The votes to be taken at the meeting will be taken by a poll.

As at the date of this announcement, Mr. Law Ka Sing, Ms. Pansy Chau Wai Man, Mr. Simon Orr Kuen Fung, Mr. Fung Ping Chuen, Mr. Dickie Fu Shing Kwan and Ms. Chan So Kuen are executive directors. Mr. David Cheung Sik Ho and Mrs. Winnie Wong Leung Wing Yue are independent non-executive directors.

The full text of this announcement will be available on the Internet at <http://www.irasia.com/listco/hk/bossini>

*Please also refer to the published version of this announcement in
The Standard and Hong Kong Economic Times.*