

# FAVA INTERNATIONAL HOLDINGS LIMITED

## 名家國際控股有限公司\*

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 8108)

### NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** a special general meeting (the “SGM”) of FAVA International Holdings Limited (the “Company”) will be held at 10:00 a.m. on Friday, 26 January 2007 at Room 1005, C.C. Wu Building, 302-8 Hennessy Road, Wanchai, Hong Kong for the purpose of considering and, if thought fit, passing the following resolutions, with or without amendments, as ordinary resolution of the Company:

#### ORDINARY RESOLUTION

1. **THAT**

- (a) the sales & purchase Agreement (the “S & P Agreement”) (a copy of which is produced before the meeting marked “A” and initialled by the chairman of the meeting for the purpose of identification) dated 30 November 2006 and entered into among Lang Fang Tian Feng Home Co., Ltd \*(廊坊天豐家居有限公司), an indirectly wholly-owned subsidiary of the Company as purchaser (the “Purchaser”), Lang Fang Huari Furniture Joint Stock Co., Ltd\* (廊坊華日家具股份有限公司), and Lang Fang Tian Cheng Furniture Co., Ltd\* (廊坊天誠家具有限公司) as vendors (“Vendors”) pursuant to which the Purchaser has agreed to acquire certain equipment from the Vendors at a consideration of RMB75,398,100, be and is hereby approved, confirmed and ratified, and the transactions contemplated thereunder be and are hereby approved;
- (b) any one director (“Director”) of the Company be and is hereby authorised to do or execute for and on behalf of the Company all such acts and things and such other documents under hand (and, where required, under the common seal of the Company together with such other Director or person authorised by the board of Directors) and to take such steps as he or they may consider necessary, appropriate, desirable or expedient to implement or give effect to the terms of the S & P Agreement, and all transactions contemplated under the S & P Agreement and all other matters incidental thereto or in connection therewith and to agree to and make such variation, amendment and waiver of any of the matters relating thereto or in connection therewith.

By order of the Board  
**FAVA International Holdings Limited**  
**Li Ge**  
*Executive Director*

Hong Kong 3 January 2007

*Registered Office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Principal Place of Business in Hong Kong:*  
Room 1005  
C.C. Wu Building  
302-8 Hennessy Road, Wanchai  
Hong Kong

*Notes:*

1. Subject to the provisions of the bye-laws of the Company, any member of the Company entitled to attend and vote at the SGM shall be entitled to appoint another person as his proxy to attend and vote instead of himself. A member who is the holder of two or more Shares may appoint more than one proxy to represent and vote on his behalf at the SGM. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. On a poll, votes may be given either personally or by proxy.
2. A form of proxy for use at the SGM is enclosed. Such form of proxy is also published on the website of the GEM of the Stock Exchange of Hong Kong Limited at [www.hkgem.com](http://www.hkgem.com). In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and returned, together with the power of attorney or other authority (if any) under which it is signed (or a copy which has been certified by a notary) to the Hong Kong branch share registrar and transfer office of the Company, Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjourned meeting.
3. In the case of joint holders of Shares, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such Share as if he was solely entitled thereto, but if more than one of such joint holders are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.
4. Completion and return of the form of proxy shall not preclude a member of the Company from attending and voting in person at the SGM and in such event, the form of proxy shall be deemed to be revoked.
5. Pursuant to the Rules Governing the Listing of Securities on GEM of the Stock Exchange of Hong Kong Limited, the voting on ordinary resolution at the SGM will be conducted by way of poll.

\* *For identification purpose only*

*As at the date of this announcement, the Executive Directors of the Company are Mr. Li Ge and Mr. Zhao Guo Wei, the Independent Non-executive Directors are Mr. Lee Yuen Kwong, Mr. Yang Jie and Mr. Yang Dongli.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the issuer. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for at least seven days from the day of its posting.*