



DICKSON CONCEPTS (INTERNATIONAL) LIMITED  
迪生創建(國際)有限公司\*  
(incorporated in Bermuda with limited liability)

(Stock Code: 0113)

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** a special general meeting (the “Meeting”) of Dickson Concepts (International) Limited (the “Company”) will be held at 4th Floor, East Ocean Centre, 98 Granville Road, Tsimshatsui East, Kowloon, Hong Kong on Thursday, 24th August, 2006 immediately following the conclusion of the Annual General Meeting of the Company to be held at 11:00 a.m. for the purpose of considering and if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution of the Company:

### ORDINARY RESOLUTION

“THAT:

- (a) the acquisition of the THAP Shares (as such are defined in the circular dated 28th July, 2006 and dispatched to shareholders of the Company of which this notice forms part (the “Circular”)), on the terms and subject to the conditions of the conditional sale and purchase agreement dated 6th July, 2006 (the “S&P Agreement”) between K.S.D.P. (International) Limited (“KSDP”), Castlereagh Limited, a wholly-owned subsidiary of the Company (“Castlereagh”), Mr. Dickson Poon and the Company pursuant to which Castlereagh agreed to acquire and KSDP agreed to sell the THAP Shares and the Company agreed to guarantee the obligations of Castlereagh under the S&P Agreement be and is hereby approved; and
- (b) the Directors be and are hereby authorised to take all such steps to implement the S&P Agreement and the transactions contemplated by it and to execute all documents or deeds as they may consider necessary or appropriate in relation thereto and to make any changes, modifications, amendments, waivers, variations or extensions of such terms and conditions as they think fit.”

By Order of the Board  
**Dickson Concepts (International) Limited**  
**Or Suk Ying, Stella**  
*Company Secretary*

Hong Kong, 28th July, 2006

**Principal Place of Business:**

4th Floor, East Ocean Centre,  
98 Granville Road,  
Tsimshatsui East,  
Kowloon,  
Hong Kong.

**Notes:**

1. A member of the Company entitled to attend and vote at the Meeting convened by the notice is entitled to appoint one proxy to attend and, on a poll, vote in his stead. A member of the Company who holds two or more shares may appoint more than one proxy to attend and, on a poll, vote in his stead at the Meeting. A proxy need not be a member of the Company.
2. In order to be valid, a proxy form together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company's Hong Kong Branch Registrar, Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the Meeting or adjourned Meeting.
3. Completion and return of the proxy form will not preclude a member from attending and voting at the Meeting or any adjournment thereof if he or she so wishes. In that event, the member's proxy form will be deemed to have been revoked.
4. In the case of joint holders of a share, any one of such persons may vote, either personally or by proxy, in respect of such share. If more than one of such joint holders is present, in person or by proxy, then the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
5. In case of any conflict between any translation and the English text hereof, the English text will prevail.
6. As at the date of this notice, the Board of Directors of the Company comprises :-

***Executive Directors :***

Dickson Poon (*Group Executive Chairman*)  
Raymond Lee (*Deputy Chairman and  
Chief Executive Officer*)  
Chan Tsang Wing, Nelson  
Edwin Ing  
Ng Chan Lam  
Walter Josef Wuest

***Independent Non-Executive Directors :***

Bhanusak Asvaintra  
Nicholas Peter Etches  
Christopher Patrick Langley, OBE

*\* For identification purposes only*

Please also refer to the published version of this notice in the South China Morning Post (Business Post).