

## Notice of Annual General Meeting

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**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of Theme International Holdings Limited (the “Company”) will be held at 10th Floor, High Fashion Centre, 1-11 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong on Tuesday, 26 March 2002 at 10:00 a.m. for the following purposes:–

1. To adopt the Audited Financial Statements together with the Report of the Directors and the Report of the Auditors for the eighteen months ended 30 September 2001.
2. (a) To elect Directors.  
  
(b) To authorise Directors to appoint any person as a Director either to fill a casual vacancy or as an addition to the existing Board of Directors.  
  
(c) To fix the Directors’ fees.
3. To re-appoint Auditors and authorize the Directors to fix their remuneration.

By Order of the Board  
**Edwin Lin**  
*Company Secretary*

Hong Kong, 14 January 2002

*Notes:*

1. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. To be valid, forms of proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, must be deposited at the head office and principal place of business of the Company at 11th Floor, High Fashion Centre, 1-11 Kwai Hei Street, Kwai Chung, New Territories, Hong Kong not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereof.
3. The principal and branch registers of members of the Company will be closed from Wednesday, 20 March to Tuesday, 26 March 2002, both days inclusive, during which period no transfer of shares will be registered. In order to establish the identity of the shareholders who are entitled to attend and vote at the above meeting, all transfers accompanied by the relevant share certificates must be lodged with the Hong Kong Branch Share Registrars of the Company, Central Registration Hong Kong Limited at Rooms 1712-6, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong by not later than 4:00 p.m. on Tuesday, 19 March 2002.