



EMBRY HOLDINGS LIMITED

安莉芳控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1388)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Embry Holdings Limited (the “**Company**”) will be held at 11:30 a.m. on 19 December 2008 at The Palace Rooms, Basement 1, The Royal Garden, 69 Mody Road, Tsimshatsui East, Kowloon, Hong Kong for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“THAT:

- (a) the master agreement (the “**Master Agreement**”) entered into between 常州多思維傢俱裝飾工程有限公司 (unofficial translation being Changzhou Duosiwei Furniture Decoration Construction Co., Ltd.) (“**Duosiwei Changzhou**”), 多思維五金塑料製品(深圳)有限公司 (Duosiwei Metal & Plastic Products (Shenzhen) Co., Ltd.) (“**Duosiwei Shenzhen**”), the Company, 安莉芳(常州)服裝有限公司 (Embry (Changzhou) Garments Ltd.), 安莉芳(中國)服裝有限公司 (Embry (China) Garments Ltd.) and 安莉芳(山東)服裝有限公司 (Embry (Shandong) Garments Limited) in respect of the provision of services of decoration (including the manufacture of fixtures and fittings), designing and manufacturing of moulds of different types by Duosiwei Changzhou and Duosiwei Shenzhen to the Company and its subsidiaries dated 6 November 2008 (a copy of which has been produced to the Meeting marked “**A**” and signed by the chairman of the Meeting for the purpose of identification) and all the transactions contemplated thereunder; and
- (b) the annual caps for the three years ending 31 December 2011 in relation to the provision of services of decoration (including the manufacture of fixtures and fittings), designing and manufacturing of moulds of different types by Duosiwei Changzhou and Duosiwei Shenzhen to the Company and its subsidiaries pursuant to the Master Agreement as more particularly set out in the circular of the Company dated 24 November 2008 (a copy of which has been produced to the Meeting marked “**B**” and signed by the chairman of the Meeting for the purpose of identification),

be and are hereby approved and that the directors of the Company be and are hereby authorised to take any steps as they consider necessary, desirable or expedient in connection with the Master Agreement or the transactions contemplated thereunder.”

By Order of the Board of
Embry Holdings Limited
Chau Kwok Ming
Company Secretary

Hong Kong, 24 November 2008

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A member who is the holder of two or more shares may appoint more than one proxy to represent him/her and vote on his/her behalf at the Meeting. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer or attorney duly authorised.
3. To be valid, the instrument appointing a proxy and the power of attorney or other authority (if any under which it is signed, or a notarially certified copy of such power or authority, shall be deposited at the office of the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
4. Where there are joint registered holders of any shares, any one of such joint holders may vote at the Meeting, either in person or by proxy, in respect of such shares as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting in person or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such shares shall alone be entitled to vote in respect thereof.
5. Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting if the member so wishes and in such event, the instrument appointing a proxy should be deemed to be revoked.

As at the date of this notice, the Board comprises four executive directors, namely Mr. Cheng Man Tai (Chairman), Ms. Cheng Pik Ho Liza (Chief Executive Officer), Madam Ngok Ming Chu and Mr. Hung Hin Kit; and three independent non-executive directors, namely Mr. Lau Siu Ki, Mr. Lee Kwan Hung and Prof. Lee T. S.