



WEALTHMARK INTERNATIONAL (HOLDINGS) LIMITED

和 寶 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the Company will be held at Units 1 and 2, 3/F., Fook Hong Industrial Building, 19 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong on Thursday, 8 August 2002 at 10:00 a.m. for the purpose of considering, and if thought fit, passing with or without amendments, the following resolution as an Ordinary Resolution:-

“THAT RSM Nelson Wheeler, Certified Public Accountants, be appointed as auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors.”

By Order of the Board
WONG Chor Wo
Chairman

Hong Kong, July 16, 2002

Notes:

1. Any member of the Company entitled to attend and vote at the meeting (or at any adjournment thereof) is entitled to appoint one or more proxies (who must be an individual or individuals) 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 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 must be lodged with the Company's Branch Share Registrar in Hong Kong, Tengis Limited at 4/F., Hutchison House, 10 Harcourt Road, Central, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. With respect to the matter set out in the ordinary resolution, approval is being sought from members to appoint new auditors of the Company to replace PricewaterhouseCoopers who retired as auditors of the Company at the Annual General Meeting held on 30 May 2002 and did not seek for re-election.