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FX CREATIONS INTERNATIONAL HOLDINGS LIMITED

豐盛創意國際控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8136)

CHANGE OF AUDITORS AND NOTICE OF EXTRAORDINARY GENERAL MEETING

The board (the “Board”) of directors (the “Directors”) of FX Creations International Holdings Limited (the “Company”) would like to announce that RSM Nelson Wheeler resigned as auditors of the Company with effect from 23rd April, 2004 as the Company and RSM Nelson Wheeler were unable to agree upon a mutually acceptable audit fee for the financial year ended 31st March, 2004. RSM Nelson Wheeler has confirmed that there are no matters that need to be brought to the attention of the members of the Company or its subsidiaries.

Following the resignation of RSM Nelson Wheeler, and in accordance with the articles of association of the Company, an ordinary resolution to appoint Baker Tilly Hong Kong Limited as the auditors of the Company for the year ended 31st March, 2004 to hold office until the conclusion of the next general meeting and to authorise the Board to fix their remuneration will have to be tabled for approval by the shareholders of the Company at an extraordinary general meeting to be held at Workshop A6, 12th Floor, Block A, Hong Kong Industrial Centre, 489-491 Castle Peak Road, Kowloon, Hong Kong on Thursday, 13th May, 2004 at 10:00 a.m. to approve the ordinary resolution set out below.

The Directors have confirmed that RSM Nelson Wheeler has not commenced any audit work of the Company for the year ended 31st March, 2004. In addition, having discussed with the proposed auditors, Baker Tilly Hong Kong Limited, the Directors believe that the change of auditors would not result in a delay for the result announcement of the Company.

As at the date of this circular, the Company’s executive Directors are Ng Pak To, Petto, Ho Kai Chung, David and Ong Chor Wei, the Company’s non-executive Director is Wong Wai Shan, and the Company’s independent non-executive Directors are Christopher C. Leu, Kau Man Wai, Leslie and Guo Jian respectively.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of FX Creations International Holdings Limited (the “Company”) will be held at Workshop A6, 12th Floor, Block

A, Hong Kong Industrial Centre, 489-491 Castle Peak Road, Kowloon, Hong Kong on Thursday, 13th May, 2004 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution of the Company:–

“**THAT** Baker Tilly Hong Kong Limited be hereby appointed as the auditors of the Company for the year ended 31st March, 2004 to hold office until the conclusion of the next general meeting and to authorise the board of directors to fix their remuneration.”

By Order of the Board
FX Creations International Holdings Limited
Ng Pak To, Petto
Director

27th April, 2004, Hong Kong

Registered office:

Century Yard
Cricket Square
Hutchins Drive
P.O. Box 2681 GT
George Town
Grand Cayman
Cayman Islands
British West Indies

Principal place of business:

Workshop A6, 12th Floor, Block A
Hong Kong Industrial Centre
489-491 Castle Peak Road
Kowloon
Hong Kong

Notes:

- (i) A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- (ii) In order to be valid, the proxy form together with the power of attorney or other authority (if any) under which it is signed (or a certified copy of such power of authority), must be delivered to the Company's branch share registrar and transfer office in Hong Kong, Tengis Limited at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- (iii) Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.

This circular, for which the directors of the Company (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this circular 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 circular misleading; and (3) all opinions expressed in this circular have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

* For identification purpose only