



ARTFIELD GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 1229)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the shareholders of Artfield Group Limited (the “Company”, together with its subsidiaries, the “Group”) will be held at Conference Room, Flats G & H, 12th Floor, Universal Industrial Centre, 19-21 Shan Mei Street, Fo Tan, Shatin, New Territories, Hong Kong on 28th October, 2004 at 10:30 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“THAT:

1. the conditional sale and purchase agreement dated 8th September, 2004 (the “S&P Agreement”) entered into between Artfield Group Limited (“the Company”) as the vendor and Ms. Li Kwo Yuk (“Ms. Li”) as the purchaser (a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for identification purpose), under which the Company has agreed to sell and Ms. Li has agreed to purchase the entire interests in German Time Limited and Smart Best Development Limited for a consideration of HK\$22,000,000 to be satisfied in cash in accordance with the terms of the S&P Agreement, and the transactions contemplated therein be and are hereby approved, confirmed and ratified; and
2. any one director of the Company be and is hereby authorized to do all things and acts and sign all documents which he/she considers necessary, desirable, or expedient in connection with the transactions contemplated under the S&P Agreement, including such changes and amendments thereto as any one director of the Company may consider necessary, desirable or expedient.”

By Order of the Board

Liang Jin You

Chairman

Hong Kong, 2nd October, 2004

Notes:

1. Any member entitled to attend and vote may appoint one or more proxies to attend the meeting on a poll vote instead of him. A proxy may not be a member of the Company.
2. The form of proxy shall be in writing under the hand of the appointed or of his attorney duly authorised in writing or if the appointed is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
3. In order to be valid, the form of proxy, together with 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 deposited at the Company's principal office at 13th Floor, Universal Industrial Centre, 19-21 Shan Mei Street, Fo Tan, Shatin, New Territories, Hong Kong not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.

As at the date of this notice, the executive directors of the Company are Mr. LIANG Jin You, Ms. LI Kwo Yuk, Mr. LEUNG Kin Yau, Mr. OU Jian Sheng, Mr. DENG Ju Neng and Mr. LIN Dong Hong. The independent non-executive directors are Mr. LO Ming Chi, Charles, Mr. LO Wah Wai and Mr. Orr, Joseph Wai Shing.

Please also refer to the published version of this announcement in The Standard.