



TOP FORM INTERNATIONAL LIMITED

黛麗斯國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 333)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the shareholders (“Shareholders”) of Top Form International Limited (the “Company”) will be held at Aberdeen (Level 3), JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong, on 28 October, 2005 at 11:00 a.m. (or any time as soon as practicable after the conclusion or adjournment of an annual general meeting of the Company to be held at 10:30 a.m. on the same day), for the purpose of considering and, if thought fit, passing (with or without modifications) the ordinary resolution set out below:

ORDINARY RESOLUTION

“THAT:

1. (A) the Master Agreement, as defined and described in the circular of the Company dated 10 October 2005 (the “Circular”), a copy of the agreement marked “A” together with a copy of the Circular marked “B” are tabled before the meeting and initialled by the chairman of the meeting for identification purpose, and the terms of the transactions contemplated under the Master Agreement and the implementation thereof be and are hereby approved, ratified and confirmed; and

(B) the proposed annual caps in relation to the sales to Van De Velde N.V. as described in the Master Agreement and the Circular respectively be and is hereby approved.”

By Order of the Board

Michael Austin

Company Secretary

Hong Kong, 10 October 2005

* *For identification purpose only*

Principal office:

Room 1813, 18th Floor
Tower 1, Grand Century Place
193 Prince Edward Road West
Kowloon
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the meeting convened by the above notice 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, a 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, shall be delivered to the Company's share registrar in Hong Kong, Secretaries Limited at G/F., Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjourned meeting.
3. The directors of the Company as at the date of this notice are Mr. Fung Wai Yiu, Mr. Wong Chung Chong, Eddie and Mr. Leung Tat Yan being the executive Directors, Mr. Lucas A.M. Laureys, Ms. Leung Churk Yin, Jeanny and Mr. Herman Van de Velde being the non-executive Directors, Mr. Marvin Bienenfeld, Mr. Chow Yu Chun, Alexander, Mr. Lam Ka Chung, William being the independent non-executive Directors.

Please also refer to the published version of this announcement in South China Morning Post.