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TAI-I INTERNATIONAL HOLDINGS LIMITED

台一國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1808)

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “Meeting”) of Tai-I International Holdings Limited (the “Company”) will be held at 35th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on 14 July 2010 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution:

ORDINARY RESOLUTION

“**THAT** the sale and purchase agreement dated 7 June 2010 (the “Sale and Purchase Agreement”) between Winsino Investments Limited (the “Purchaser”), a wholly owned subsidiary of the Company, as purchaser, Advance Mode Limited (the “Vendor”) as vendor and Mr. Lo Kai Bong as vendor’s guarantor, a copy of which having been produced at the Meeting marked “A” and signed by the chairman of the Meeting for identification purposes, under which the Purchaser conditionally agreed to purchase the entire issued share capital of Liang Hui Holdings Limited (the “Target Company”) and the entire shareholder’s loan owed to the Vendor by the Target Company for a total consideration of HK\$96,000,000 (subject to downward adjustment), which will be settled by the issue of the promissory note in the principal amount of HK\$96,000,000 (subject to downward adjustment) by the Purchaser with guarantee to be given by the Company, and all transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and the directors and secretary of the Company be and are hereby authorized to sign, execute and deliver any agreements, deeds, instruments and any other documents (and, where necessary, to affix the seal of the Company on them in accordance with the articles of association of the Company) in connection with the Sale and Purchase Agreement and to do such acts and things as necessary, desirable or expedient to give effect to the transactions contemplated under the Sale and Purchase Agreement.”

By order of the Board
Tai-I International Holdings Limited
Huang Cheng-Roang
Chairman

Hong Kong, 28 June 2010

Registered office:
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P.O. Box 2681
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Cayman Islands

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business in Hong Kong:*
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*Principal place of
business in the PRC:*
No. 77 Dongpeng Avenue
Eastern District of Guangzhou
Economic and Technological
Development Zone
Guangzhou
Guangdong Province
The PRC

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend in his stead. A proxy need not be a member of the Company.
2. A proxy form of the Meeting is enclosed. If the appointer is a corporation, the proxy form must be made under its common seal or under the hand of an officer or attorney duly authorized on its behalf.
3. Where there are joint registered holders of any Shares, any one of such persons may vote at the Meeting (or any adjournment thereof), either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one of such holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.
4. 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 notarially certified copy thereof, must be deposited at the Company's branch registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Ltd. at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or at any adjournment thereof.
5. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. As at the date of this notice, the Board comprises four executive Directors, namely, Mr. Huang Cheng-Roang (Chairman), Mr. Lin Chi-Ta (Chief Executive Officer), Mr. Huang Kuo-Feng and Mr. Du Chi-Ting, and five independent non-executive Directors, namely, Mr. Kang Jung-Pao, Mr. Cheng Yang-Yi, Mr. Tsay Yang-Tzong, Mr. Yan Minghe and Mr. Atsushi Kanayama.