



PEOPLE'S FOOD HOLDINGS LIMITED

大众食品控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Exchange Stock Code 708)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of People's Food Holdings Limited (the "Company") will be held at Grand Hyatt Singapore, Magnolia IV Room, 10 Scotts Road, Singapore 228211 on 28th April, 2006 at 3:15 p.m. for the purpose of considering and, if thought fit, passing, the following resolution:

SPECIAL RESOLUTION

"THAT the Bye-laws of the Company be amended as follows:

- (A) by adding the words (i) "or at any special general meeting" after the words "Bye-law 86" and (ii) "or until their retirement by rotation or resignation" after the word "appointed" in the fourth sentence of Bye-law 85(1);
- (B) by deleting the word "annual" before the words "general meeting" in the second sentence of Bye-law 85(2); and
- (C) by deleting the word "special" before the words "resolution remove a Director" in Bye-law 85(4) and replacing it with the word "ordinary".

By order of the Board
Pang Wai Hong
Company Secretary

Hong Kong, 30th March, 2006

Notes:

- (1) A form of proxy for use at the special general meeting is enclosed herewith.
- (2) Any member entitled to attend and vote at the meeting is entitled to appoint one or, if he is the holder of two or more shares, not more than two proxies to attend and vote instead of him. A proxy need not be a member of the Company.

For Shareholders with registered addresses in Singapore:

- (3) If a shareholder being a Depositor whose name appears in the Depository Register (as defined in Section 130A of the Companies Act, Cap. 50 of Singapore) wishes to attend and vote at the Special General Meeting (the "Meeting"), then he/she/it should complete the proxy form and deposit the duly completed Proxy Form at the office of the Company's Singapore Share Transfer Agent, Lim Associates (Pte) Ltd. at 10 Collyer Quay #19-08 Ocean Building, Singapore 049315, at least 48 hours before the time of the meeting.
- (4) If a depositor wishes to appoint a proxy/proxies, then the Proxy Form must be deposited at the office of the Company's Singapore Share Transfer Agent, Lim Associates (Pte) Ltd. at 10 Collyer Quay #19-08 Ocean Building, Singapore 049315, at least 48 hours before the time of the meeting.

For Shareholders with registered addresses in Hong Kong:

- (5) Subject to the Bye-laws of the Company, a member entitled to attend and vote at the meeting convened by the above notice who is the holder of two or more shares is entitled to appoint not more than two proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- (6) To be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority must be deposited at the offices of the Company's Branch Share Registrar in Hong Kong, Tengis Limited at 26/F Tesbury Centre, 28 Queen's Road East, Hong Kong not later than 48 hours before the time of the meeting or any adjourned meeting.

As at the date of this announcement, the Board comprises three executive directors, Mr. Ming Kam Sing, Mr. Zhou Lian Kui and Mr. Zhou Lian Liang, and three independent non-executive directors Mr. Chng Hee Kok, Mr. Chan Kin Sang and Dr. Ow Chin Hock.

** For identification purposes only*

*Please also refer to the published version of this announcement in **China Daily**.*