



JEWELLERY & PEARLS LIMITED

(聯洲珠寶有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 926)

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
CAUSE NO. 333 OF 2006**

**IN THE MATTER OF
EGANA JEWELLERY & PEARLS LIMITED
and
IN THE MATTER OF
THE COMPANIES LAW, CAP.22 (LAW 3 OF 1961)
AS CONSOLIDATED AND REVISED OF THE CAYMAN ISLANDS**

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that, by an order dated 14 August 2006 (the “Order”) made in the above matter, the Court has directed a meeting (the “Meeting”) to be convened of the Scheme Shareholders (as defined in the Scheme of Arrangement hereinafter mentioned) for the purpose of considering and, if thought fit, approving, with or without modifications, a scheme of arrangement (the “Scheme of Arrangement”) proposed to be made between the Company and the Scheme Shareholders and that the Meeting will be held at Ching Room, 4/F, Sheraton Hong Kong Hotel & Towers, 20 Nathan Road, Kowloon, Hong Kong on Monday, 11 September 2006 at 10:00 a.m. (Hong Kong time) at which place and time all such Scheme Shareholders are requested to attend.

A copy of the Scheme of Arrangement and a copy of an explanatory memorandum explaining the effect of the Scheme of Arrangement are incorporated in the composite document of which this Notice forms part. A copy of the said composite document can also be obtained by the Scheme Shareholders from the Company’s share registrar in Hong Kong, Secretaries Limited, at 26/F, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong.

The Scheme Shareholders may vote in person at the Meeting or they may appoint one or more proxies, whether a member of the Company or not, to attend and vote in their stead. A pink form of proxy for use at the Meeting is enclosed with the composite document containing the Scheme of Arrangement dated 18 August 2006 despatched to members of the Company on 18 August 2006.

In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

It is requested that forms appointing proxies be deposited at the Company's principal place of business in Hong Kong at Block C6, 12/F, Hong Kong Industrial Centre, 489-491 Castle Peak Road, Cheung Sha Wan, Kowloon, Hong Kong not later than 48 hours before the time appointed for the Meeting, but if forms are not so lodged they may be handed to the chairman of the Meeting, who has absolute discretion whether or not to accept them, at the Meeting pursuant to the Order.

By the Order, the Court has appointed Mr. Peter Ka Yue Lee, a director of the Company, or failing him, Mr. Ho Yin Chik, also a director of the Company, or failing him, any other person who is a director of the Company as at the date of the Order, to act as the chairman of the Meeting and has directed the chairman of the Meeting to report the results thereof to the Court.

The Scheme of Arrangement will be subject to a subsequent application seeking the sanction of the Court.

By order of the Court
Egana Jewellery & Pearls Limited

Dated 18 August 2006

Registered Office
P.O. Box 1787, Second Floor
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Grand Cayman
Cayman Islands
British West Indies

Principal Place of Business in Hong Kong
Block C6, 12th Floor
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Please also refer to the published version of this announcement in The Standard.