

GIORDANO

GIORDANO INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 709)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the Company will be held at Block B, 3rd Floor, Tin On Industrial Building, 777-779 Cheung Sha Wan Road, Kowloon, Hong Kong on Wednesday, August 13, 2008 at 9:30 a.m. to consider and, if thought fit, pass the following resolutions with or without amendments as ordinary resolutions:

ORDINARY RESOLUTIONS

1. **“THAT** the sale and purchase agreement (the “Agreement”) dated June 27, 2008 and entered into among the Company, Gloss Mind Holdings Limited and Mr. Cheung Kwok Leung in relation to the disposal of 4,238,808 ordinary shares in the issued share capital of Placita Holdings Limited (the “Disposal”), the Put Option and the Call Option (as defined in the circular of the Company dated July 21, 2008), a copy of the Agreement having been produced to the Meeting and marked “A” and initialed by the Chairman of the Meeting for the purpose of identification, and the transactions contemplated thereby be and are hereby approved, confirmed and ratified; and that any one director of the Company be and is hereby authorized to do such acts and things, to sign and execute all such further documents and to take such steps as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Disposal, the Put Option and the Call Option or any transactions contemplated under the Agreement”;

2. **“THAT**
 - (a) the New Manufacturing Licence Agreements (as defined in the circular of the Company dated July 21, 2008) and all the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

(b) the Directors be and are hereby authorized to do, approve and transact all things which they may in their discretion consider to be necessary or desirable in connection with the New Manufacturing Licence Agreements provided that the annual cap in respect of the aggregate value of all purchases under the New Manufacturing Licence Agreements and the Previous Manufacturing Licence Agreements (as defined in the circular of the Company dated July 21, 2008) shall not exceed the new cap amounts set out in the circular of the Company dated July 21, 2008.”; and

3. “**THAT** Professor LEUNG Kwok be re-elected as a director of the Company.”.

By Order of the Board
LAU Kwok Kuen, Peter
Chairman

Hong Kong, July 21, 2008

Principal Place of Business:

5th Floor
Tin On Industrial Building
777-779 Cheung Sha Wan Road
Kowloon
Hong Kong

Notes:

- (i) A shareholder entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend, on a poll, vote in his stead. A proxy need not be a shareholder of the Company.
- (ii) 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 of attorney or authority must be deposited at the Company’s branch share registrars in Hong Kong, Tricor Abacus Limited, at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, 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 announcement, the Board of the Company comprises three independent non-executive directors, namely, Mr. Barry John BUTTIFANT, Mr. KWONG Ki Chi and Dr. LEE Peng Fei, Allen; one non-executive director, Professor LEUNG Kwok and two executive directors, namely, Dr. LAU Kwok Kuen, Peter and Mr. MAH Chuck On, Bernard.