



EVI Education Asia Limited

EVI 教育亞洲有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8090)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “Meeting”) of EVI Education Asia Limited (the “Company”) will be held at Rooms 2505–08, 25th Floor, World-wide House, 19 Des Voeux Road Central, Hong Kong on 31 May 2007 at 12:30 p.m. (or so soon thereafter as another extraordinary general meeting of the Company convened at the same place and date at 12:00 noon shall have been concluded or adjourned) for the purpose of considering and, if thought fit, passing the following resolution with or without amendments as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT** the resignation of Messrs. Grant Thornton as auditors of the Company be and is hereby approved and Messrs. PricewaterhouseCoopers be and is hereby appointed as auditors of the Company to fill the casual vacancy following the resignation of Messrs. Grant Thornton and to hold office until the conclusion of the next annual general meeting of the Company and the board of directors of the Company be authorised to fix their remuneration.”

By Order of the Board
EVI Education Asia Limited
IP Kit Yee, Kitty

Executive Director and Managing Director

Hong Kong, 14 May 2007

Notes:

- (1) A shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or two proxies (if holding two or more shares) to attend and, in the event of a poll, vote in his/her stead. A proxy need not be a shareholder of the Company.
- (2) A form of proxy for use at the meeting is enclosed. Whether or not you intend to attend the meeting in person, you are urged to complete and return the form of proxy in accordance with the instructions printed thereon.

* *For identification purpose only*

- (3) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's branch share registrars in Hong Kong, Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting, and in default, the instrument of proxy shall not be treated as valid.
- (4) Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (5) Where there are joint holders of any share of the Company, any one of such holders may vote at the meeting either personally or by proxy in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, that one of such holders 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. Several executors or administrators of a deceased shareholder in whose name any share stands shall for this purpose be deemed joint holders thereof.

As at the date of this announcement, the Board comprises three executive directors, namely Ms. Ip Kit Yee, Kitty, Messrs. Pong Wai San, Wilson and Lau Wai Shu and a non-executive director namely Mr. Tsang Link Carl, Brian and three independent non-executive directors, namely Messrs. Koo Fook Sun, Louis, Sha Pau, Eric and Ying Wing Cheung.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief that: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website on the "Latest Company Announcement" page for at least seven days from the day of its posting.