

China Fangda Group Co., Ltd.
Notice on Convening of the 1st Shareholders' Special Meeting 2007

The members of the Board and the Company acknowledge being responsible for the truthfulness, accuracy, and completeness of the announcement. Not any false record, misleading statement or significant omission carried in this announcement.

I. Profile of the meeting

1. Time/Date of the meeting: 9:30 AM, January 8th 2007 (Monday), the meeting will last for half a day.
2. Venue: Multi-function Hall at the ground floor of Fangda Building, Kejinan No.12 Road, South Section of Shenzhen Hi-tech Zone.
3. Convener: The Board of Directors of the Company
4. Way of voting: vote on site.
5. People qualified for the meeting:
 - 1) Shareholders of the Company or their proxies as registered by the Shenzhen Office of China Securities Depository & Clearing Corporation Ltd. at the closing of market in the afternoon of December 28th 2006. The proxies of the shareholders are not necessarily the shareholders of the Company.
 - 2) Directors, supervisors and senior managements of the Company.
 - 3) Lawyers employed by the Company.

II. Agendas of the meeting

1. Title of the proposals:
 - 1) Proposal on replacing the CPA for A-shares of the Company for year 2006.
 - 2) Proposal on replacing the CPA for B-shares of the Company for year 2006.
2. Situation of information disclosing: Details of above proposals are published with the "Announcement of resolutions of the 14th meeting of the 4th term of board" published by China Securities Journal, Securities Times, Shanghai Securities Daily, Hong Kong Commercial Daily and www.cninfo.com.cn on December 23rd, 2006.

III. Registration for the meeting

1. Way of registering: Proxy who is representing a legal person shall carry the Power of Attorney, Shareholding Evidence and ID card to register; Public shareholders shall carry the ID card, shareholders' account card, and effective evidence provided by the stock dealer to register; Proxies shall carry the ID card, Power of Attorney, the shareholders' account card, and evidence of shareholding to register. Postal and facsimile registration are acceptable in case of the shareholder is not in the city.

2. Time for registration: January 5th 2007 (8:30 am-11: 30am, 1:30pm-4: 30pm);
 3. Address for registration: the Secretary Office of the Board of the Company.
 Fangda Town, Longjin, Xili, Nanshan, Shenzhen Post code: 518055.

IV. Misc.

1. Liaison of the meeting:
 Liaison: Ms. Wang
 Tel: 86 (755) 26788571-6622
 Fax: 86 (755) 26788353
2. Expenses: shareholders shall handle their own accommodation and transportation expenses.

VII. Power of Attorney (Enclosed)

**The Board of Directors of
 China Fangda Group Co., Ltd.
 December 23rd, 2006**

Annexes:

Power of Attorney

I(we) hereby empower Mr.(Ms.) _____ to present the 1st Shareholders' Special Meeting of 2007 of China Fangda Group Co., Ltd. on behalf of me (our company).

Consigner (company) (Name): _____ Consigner's ID card NO.: _____

Consigner's amount of shareholding: _____ Consigner's stock account: _____

Attorney's Name: _____ Attorney's ID card NO.: _____

Stamp (signature) of the consigner: _____ Date: _____

No.	Instructions on votings:	Affirmative	Objection	Waive
1	Proposal on replacing the CPA for A-shares of the Company for year 2006.			
2	Proposal on replacing the CPA for B-shares of the Company for year 2006.			

Note: Please tick in the proper cells. Unclear modification is not acceptable. The proxies may vote on his/her own decision in case of no instruction has been given.