

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker, or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in FX Creations International Holdings Limited (the “Company”), you should at once hand this circular and accompanying form of proxy to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the same or transfer was effected for transmission to the purchaser or the transferee.

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FX CREATIONS INTERNATIONAL HOLDINGS LIMITED

豐盛創意國際控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8136)

PROPOSED CHANGE OF COMPANY NAME

A notice convening an extraordinary general meeting (the “EGM”) of the Company to be held on Wednesday 17 January 2007 at 11 a.m. at 14/F., Printing House, 6 Duddell Street, Central, Hong Kong is set out on page 6 of this circular. Whether or not you are able to attend the EGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return the same to Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong as soon as possible and in any event no later than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at such meeting or any adjournment meeting should you so wish.

This circular will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least seven days from the date of its publication.

CHARACTERISTICS OF GEM

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out of the emerging nature of companies listed on GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities trading on the main board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities trading on GEM.

The principal means of information dissemination of GEM is publication on the internet website operated by the Stock Exchange. GEM listed companies are not generally required to issue paid announcements in gazetted newspapers. Accordingly, prospective investors should note that they need to have access to the GEM website at www.hkgem.com in order to obtain up-to-date information of GEM-listed issuers.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

“Articles of Association”	the articles of association of the Company, and “Article” shall mean an article of the Articles of Association
“Board”	the board of Directors of the Company from time to time
“Company”	FX Creations International Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on GEM
“Directors”	the director(s) of the Company from time to time
“EGM”	an extraordinary general meeting of the Company to be convened on Wednesday 17 January 2007 at 11 a.m. at 14/F., Printing House, 6 Duddell Street, Central, Hong Kong
“EGM Notice”	notice convening the EGM as set out on page 6 of this circular
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Committee”	the listing committee appointed by GEM
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	13 December 2006, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued and unissued share capital of the Company
“Shareholder(s)”	the holders of Shares of the Company from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$” and “cents”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong

LETTER FROM THE BOARD



FX CREATIONS INTERNATIONAL HOLDINGS LIMITED

豐盛創意國際控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8136)

Executive Directors:

Mr. Wong Wing Cheung, Peter

Mr. Chan Man Yin

Mr. Chan Francis Ping Kuen

Independent non-executive Directors:

Mr. Lee Kun Hung

Mr. Wong Hou Yan, Norman

Mr. Cheung Chi Hwa, Justin

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

**Head office and principal place of
business in Hong Kong:**

Room 806B, 8/F,

Nanyang Plaza,

57 Hung To Road, Kwun Tong,

Kowloon, Hong Kong

15 December 2006

To the Shareholders

Dear Sir or Madam,

PROPOSED CHANGE OF COMPANY NAME

INTRODUCTION

The purpose of this circular is to provide you with information reasonably necessary to enable you to make a decision on whether to vote for or against the special resolution in relation to the proposed change of Company name to be proposed at the EGM.

A notice convening the EGM setting out the details of the special resolution to be proposed at the EGM is set out on page 6 of this circular.

* For identification purposes only

LETTER FROM THE BOARD

PROPOSED CHANGE OF COMPANY NAME

On 29 November 2006, the Board announced that it proposed to change the name of the Company from “FX Creations International Holdings Limited” to “Maxitech International Holdings Limited” and upon the name change becoming effective, the new Chinese name “全美國際控股有限公司” will be adopted to replace “豐盛創意國際控股有限公司” for identification purpose subject to the conditions set out below being fulfilled.

Reasons and conditions for the change of Company name

After the acquisition of Maxitech System Company Limited by the Group on 23 October 2006, the Board believes that the change of the Company name will benefit its future business development as the new name will better reflect the recent expansion and diversification of the Company business. Further details of the acquisition are set out in the announcement of the Company dated 24 October 2006 and the circular dated 10 November 2006.

The proposed change of the Company name will be subject to the following:

1. the passing of a special resolution by the Shareholders of the Company at the forthcoming extraordinary general meeting (the “EGM”) to approve the change of the Company name; and
2. the Registrar of Companies in the Cayman Islands approving the change of the Company name.

The new name of the Company will take effect from the date of entry of the new name on the register maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Effects of change of Company name

The change of Company name will not affect any rights of the holders of securities of the Company. All existing certificates of securities in issue bearing the present name of the Company shall, after the proposed change of the Company name becoming effective, continue to be evidence of title to such securities and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities. Once the change of the Company name becomes effective, new share certificates will be issued only in the new name of the Company.

LETTER FROM THE BOARD

EXTRAORDINARY GENERAL MEETING

A notice convening the EGM to be held on Wednesday 17 January 2007 at 11 a.m at 14/F., Printing House, 6 Duddell Street, Central, Hong Kong, is set out on page 6 of this circular. Whether or not you are able to attend the EGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return the same to Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong as soon as possible and in any event not later than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at such meeting or any adjourned meeting should you so wish.

OUTCOME OF THE EGM AND TRADING ARRANGEMENT

The Company will make further announcements on the outcome of the EGM and the arrangement relating to the change of Company name, the trading and dealings in the securities of the Company on the GEM under the new name of the Company and as to when the new name of the Company becoming effective.

PROCEDURES FOR DEMANDING A POLL

According to the Article 66 of the Articles of Association, a resolution put to the vote of a general meeting of the Shareholders shall be decided on a show of hands unless (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded:

- (i) by the chairman of such meeting; or
- (ii) by at least three Shareholders present in person or in the case of a Shareholder being a corporation by its duly authorized representative or by proxy for the time being entitled to vote at the meeting; or
- (iii) by a Shareholder or Shareholders present in person or in the case of a Shareholder being a corporation by its duly authorized representative or by proxy and representing not less than one-tenth of the total voting rights of all Shareholders having the right to vote at the meeting; or
- (iv) by any Shareholder or Shareholders present in person or in the case of a Shareholder being a corporation by its duly authorized representative or by proxy and holding Shares in the Company conferring a right to vote at the meeting being Shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the Shares conferring that right.

LETTER FROM THE BOARD

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:

- (a) the information contained in this circular is accurate and complete in all material respects and is not misleading;
- (b) there are no other matters the omission of which would make any statement in this circular misleading; and
- (c) all opinions expressed in this circular have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

RECOMMENDATION

The Directors believe that the special resolution to be proposed at the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly the Directors recommend all Shareholders to vote in favour of the special resolution to be proposed at the upcoming EGM.

By order of the Board
FX Creations International Holdings Limited
Mr. Wong Wing Cheung, Peter
Director

EGM NOTICE



FX CREATIONS INTERNATIONAL HOLDINGS LIMITED

豐盛創意國際控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8136)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of the shareholders of FX Creations International Holdings Limited (the “Company”) will be held at 14/F., Printing House, 6 Duddell Street, Central, Hong Kong on Wednesday 17 January 2007 at 11 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following special resolution:

SPECIAL RESOLUTION

“**THAT** subject to the approval of the Registrar of Companies in the Cayman Islands being obtained, the name of the Company be changed from “FX Creations International Holdings Limited” to “Maxitech International Holdings Limited” and upon the name change becoming effective, the new Chinese name “全美國際控股有限公司” will be adopted to replace “豐盛創意國際控股有限公司” for identification purpose with effect from the date of entry of the new name on the register maintained by the Registrar of Companies in the Cayman Islands and that the board of directors of the Company be and are hereby authorised to take all necessary actions to implement such change of name.”

By order of the Board
FX Creations International Holdings Limited
Mr. Wong Wing Cheung, Peter
Director

15 December 2006

Notes:

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
2. A form of proxy for use at the EGM is enclosed. Whether or not you are able to attend the EGM in person, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon.
3. In order to be valid, a form of proxy, together with a power of attorney or other authority, if any, under which it is signed, or a certified copy thereof, must be deposited at the share registrars of the Company in Hong Kong at Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of such meeting or any adjournment thereof.
4. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof should they so wish, and in such event the form of proxy shall be deemed to be revoked.
5. Where there are joint registered holders of any share of the Company, any one of such joint holders may vote at the meeting either personally or by proxy in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, the joint registered holder present 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.

* *For identification purpose only*