
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 licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares or warrants in Honesty Treasure International Holdings Limited, you should at once hand this circular to the purchaser, transferee or to the bank, the licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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HONESTY TREASURE INTERNATIONAL HOLDINGS LIMITED

信寶國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 600)

PROPOSED CHANGE OF COMPANY NAME

A notice convening the Extraordinary General Meeting to be held at MJC Members' Clubhouse, 1st Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong at 11:00 a.m. on 11 January 2008 is set out on page 6 of this circular. Whether or not you are able to attend the Extraordinary General Meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the office of the Company's share registrars, Tricor Standard Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting and any adjourned meeting (as the case may be) should you so wish.

20 December 2007

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DEFINITIONS

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

“Board”	the board of Directors
“CB”	the convertible bonds issued by the Company on 24 August 2007, carrying rights to convert into new Shares at an initial conversion price of HK\$0.30 per Share, in an aggregate principal amount of HK\$160 million
“CN”	HK\$40,992,416 outstanding redeemable convertible notes issued by the Company on 28 April 2006 in an aggregate principal amount of HK\$91,094,257
“Company”	Honesty Treasure International Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Directors”	the director(s) of the Company
“Extraordinary General Meeting”	the extraordinary general meeting of the Company to be convened to consider and, if thought fit, to approve the change of name of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	17 December 2007, being the latest practicable date prior to the printing of this circular for the purposes of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Share(s)”	ordinary share(s) of HK\$0.05 each in the share capital of the Company
“Shareholders”	holders of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“2009 Warrants”	the outstanding warrants issued by the Company in the aggregate nominal amount of HK\$63,472,158.88 as at the Latest Practicable Date, entitling the holders thereof to subscribe for Shares at current subscription price of HK\$0.25 per Share, subject to adjustment, at any time during the period from 7 June 2006 up to 6 June 2009

LETTER FROM THE BOARD

HONESTY TREASURE INTERNATIONAL HOLDINGS LIMITED

信寶國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 600)

Executive Directors:

Law Kar Po

Hoi Man Pak

Choy Wang Kong

Yong Wing Tai, William

Chiang Kin Tong

Law Wing Yee, Wendy

Lee Siu Yuk, Eliza

Non-executive Director:

Leonel Alberto Alves

Independent non-executive Directors:

Lau Wai Ming

Kwok Hong Yee, Jesse

Li Kam Fai, Dominic

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

Room 2007, 20th Floor

West Tower, Shun Tak Centre

168 – 200 Connaught Road

Central, Hong Kong

Registered office:

The RHB Trust Co., Ltd.

P.O. Box 1787

Second Floor

One Capital Place

Grand Cayman

Cayman Islands

British West Indies

20 December 2007

*To the Shareholders and, for information only,
holders of 2009 Warrants, CB and CN*

Dear Sir or Madam,

PROPOSED CHANGE OF COMPANY NAME

INTRODUCTION

The purpose of this circular is to provide you with information 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 Extraordinary General Meeting.

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

LETTER FROM THE BOARD

PROPOSED CHANGE OF COMPANY NAME

On 10 December 2007, the Board announced that it proposed to change the name of the Company from “Honesty Treasure International Holdings Limited 信寶國際控股有限公司” to “China Infrastructure Investment Limited 中國基建投資有限公司” subject to the conditions set out below being fulfilled.

Reason and conditions for the change of company name

As the Company has been increasing its investment in the People’s Republic of China, the Board believes that the change of name of the Company would be more consistent with its underlying business and hence this would benefit its future business development, which the Board considers is in the interests of the Company and its shareholders as a whole.

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

- (i) the approval of the Shareholders by passing a special resolution at the Extraordinary General Meeting; and
- (ii) the approval of the Registrar of the Companies in the Cayman Islands to the proposed change of name of the Company.

The new name of the Company will take effect by the time a certificate of incorporation on change of name of the Company is issued by the Registrar of the Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Registrar of Companies in Hong Kong.

Effects on change of company name

The proposed change of name of the Company will not affect any of the rights of the holders of securities of the Company and all existing certificates in issue bearing the existing name of the Company will continue to be evidence of title to such securities and will be valid for trading, settlement, registration purposes.

New share certificates of the Company will be issued under the new name of the Company after the change of name of the Company has become effective. There will not be arrangement for exchange of the existing share certificates of the Company.

LETTER FROM THE BOARD

EXTRAORDINARY GENERAL MEETING

The notice convening the Extraordinary General Meeting to be held at MJC Members' Clubhouse, 1st Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong at 11:00 a.m. on 11 January 2008 at which a special resolution will be proposed to approve the change of name of the Company is set out on page 6 of this circular.

A form of proxy for use at the Extraordinary General Meeting is enclosed. Whether or not you are able to attend the meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon to the office of the Company's branch share registrars, Tricor Standard Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting and any adjourned meeting (as the case may be) should you so wish.

OUTCOME OF THE EGM AND TRADING ARRANGEMENT

The Company will make further announcements on the outcome of the Extraordinary General Meeting and the arrangement and timetable relating to the change of company name and the trading and dealings in the Shares on the Stock Exchange under the new name of the Company.

PROCEDURES FOR DEMANDING A POLL

Pursuant to Article 69 of the Articles of Association of the Company, a resolution put to the vote of a general meeting of the Shareholders shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:

- (i) the chairman of the meeting; or
- (ii) at least three Shareholders present in person or by proxy or representative for the time being entitled to vote at the meeting; or
- (iii) any Shareholders or Shareholders present in person or by proxy or representative and representing not less than one-tenth of the total voting rights of all the Shareholders having the right to attend and vote at the meeting; or
- (iv) any Shareholder or Shareholders present in person or by proxy or representative and holding Shares conferring a right to attend and 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

RECOMMENDATION

The Directors believe that the special resolution to be proposed at the Extraordinary General Meeting is in the 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 Extraordinary General Meeting.

Yours faithfully,

By Order of the Board

Honesty Treasure International Holdings Limited

Lee Siu Yuk Eliza

Executive Director

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

HONESTY TREASURE INTERNATIONAL HOLDINGS LIMITED

信寶國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 600)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Honesty Treasure International Holdings Limited (the “Company”) will be held at MJC Members’ Clubhouse, 1st Floor, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong at 11:00 a.m. on 11 January 2008 for the purpose of considering and, if thought fit, passing the following resolution which will be proposed as a 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 “Honesty Treasure International Holdings Limited 信寶國際控股有限公司” to “China Infrastructure Investment Limited 中國基建投資有限公司” 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

Honesty Treasure International Holdings Limited

Law Chun Choi

Company Secretary

Hong Kong, 20 December 2007

Notes:

1. Any member entitled to attend and vote at the extraordinary general meeting is entitled to appoint one or more proxies to attend and, subject to the provisions of the Articles of Association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the extraordinary general meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A form of proxy for use at the extraordinary general meeting is enclosed. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, to Tricor Standard 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 the extraordinary general meeting or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the extraordinary general meeting or any adjournment thereof, should he so wish.
3. In the case of joint holders of shares, any one of such holders may vote at the extraordinary general meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders are present at the extraordinary general meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.