

BENEFUN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

NOTICE OF CHANGE OF DIRECTORS

The Board of Directors (the "Board") of Benefun International Holdings Limited ("the Company") announces that with effect from 20th July, 2002, Mr. TSANG Chun Pong was appointed as an independent non-executive director of the Company and Ms. YU Chor Woon, Carol resigned as an independent non-executive director of the Company.

The Board would like to welcome Mr. TSANG to the Board and thanks Ms. YU for her contribution to the Company.

By Order of the Board **LO King Fat, Lawrence**Company Secretary

Hong Kong, 23rd July, 2002

Please also refer to the published version of this announcement in The Standard.