



IDT INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 167)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of the Company will be held at the Hennessy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, August 26, 2005 at 2:30 p.m. for the following purposes:

ORDINARY BUSINESS

1. To receive and consider the audited financial statements and the reports of the directors and auditors for the year ended March 31, 2005.
2. To declare a final dividend for the year ended March 31, 2005.
3. To re-elect directors and fix the remuneration of directors.
4. To re-appoint auditors and authorise the directors to fix their remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following ordinary resolutions:-

5. To grant a general mandate to the directors to allot, issue and deal with additional shares in the Company not exceeding twenty per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of the resolution (the "Issue Mandate").
6. To grant a general mandate to the directors to purchase shares in the Company, not exceeding ten per cent. of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of the resolution (the "Repurchase Mandate").
7. Conditional on the passing of the resolutions 5 and 6, to extend the authority of the directors to allot, issue and deal with additional shares of the Company under the Issue Mandate by the addition of the aggregate nominal amount of share capital in the Company purchased by the Company under the Repurchase Mandate.

By Order of the Board of Directors

Yeung Yee Har

Company Secretary

Hong Kong, June 28, 2005

Notes:

- (i) This is a summary of the full text of the Notice of the Annual General Meeting. The full text of the Notice is contained in the circular to shareholders dated June 28, 2005 which is despatched to all shareholders together with the 2005 Annual Report of the Company on June 28, 2005. Both documents are available on the Company's website: www.idthk.com or www.irasia.com/listco/hk/idt.
- (ii) The register of members of the Company will be closed from Wednesday, August 24, 2005 to Friday, August 26, 2005, both days inclusive, during which period no share transfers will be effected. To qualify for the proposed final dividend, all share transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Secretaries Limited, at Ground Floor, BEA Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong for registration not later than 4:00 p.m. on Tuesday, August 23, 2005.
- (iii) A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- (iv) To be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy thereof shall be deposited at the principal place of business of the Company in Hong Kong at Block C, 9/F., Kaiser Estate Phase 1, 41 Man Yue Street, Hungghom, Kowloon, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting.
- (v) The Directors standing for re-election are Dr. Raymond Chan, Mr. Lo Kai Yiu, Anthony, Professor Woo Chia Wei and Professor Yoram (Jerry) Wind.

The Directors of the Company as at the date of this announcement are Dr. Raymond Chan, Mr. Alain Jacques Gilbert Li, Mrs. Chan Pau Shiu Yeng, Shirley and Mr. Giuseppe Finocchiaro as executive directors; Mr. Jack William Edouard Heuer and Professor Woo Chia Wei as non-executive directors; Mr. Lo Kai Yiu, Anthony, Mr. Kao Ying Lun, Mr. Jack Schmuckli, Dr. Kenichi Ohmae and Professor Yoram (Jerry) Wind as independent non-executive directors.

websites: <http://www.idthk.com>

<http://www.irasia.com/listco/hk/idt>