



ROADSHOW HOLDINGS LIMITED

路訊通控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 888)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**Special General Meeting**”) of the shareholders of RoadShow Holdings Limited (the “**Company**”) will be held at Royal Plaza Hotel, Grand Ballroom, Level 6, 193 Prince Edward Road West, Kowloon, Hong Kong on Monday, 10 December 2007 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions (with or without modifications) as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) the MMOB Licence Agreement as defined and described in the circular of the Company dated 21 November 2007 (the “Circular”, a copy of each of the MMOB Licence Agreement and the Circular having been produced at the meeting and marked “A” and “B” respectively and each initialed by the chairman of the meeting for the purpose of identification) and all transactions contemplated thereby; and
- (b) the proposed annual caps, as described in the Circular, for the licence fees and service fees in respect of the transactions contemplated by the MMOB Licence Agreement,

be and are hereby approved and that the directors of the Company be and are hereby authorised for and on behalf of the Company to execute all such documents and agreements and do such acts or things as they may in their discretion consider to be necessary, desirable or expedient to implement and/or give effect to the terms of the MMOB Licence Agreement.”

2. **“THAT:**

- (a) the Media Sales Management Services Agreement as amended and supplemented by the Addendum as defined and described in the Circular (as defined in ordinary resolution no.1 set out in the notice convening the meeting) (a copy of each of the Media Sales Management Services Agreement and the Addendum having been produced at the meeting and marked “C” and “D” respectively and each initialed by the chairman of the meeting for the purpose of identification) and all transactions contemplated thereby; and
- (b) the proposed annual caps, as described in the Circular, for the service fees in respect of the transactions contemplated by the Media Sales Management Services Agreement as amended and supplemented by the Addendum as described in the Circular,

* *For identification purposes only*

be and are hereby approved and that the directors of the Company be and are hereby authorised for and on behalf of the Company to execute all such documents and agreements and do such acts or things as they may in their discretion consider to be necessary, desirable or expedient to implement and/or give effect to the terms of the Media Sales Management Services Agreement as amended and supplemented by the Addendum.”

By Order of the Board
Man Miu Sheung
Company Secretary

Hong Kong, 21 November 2007

Notes:

- (1) Any member of the Company entitled to attend and vote at the Special General Meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member may appoint more than one proxy to attend on the same occasion.
- (2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be lodged with the Company’s principal office at No. 9 Po Lun Street, Lai Chi Kok, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Special General Meeting or adjourned meeting.
- (3) The Ordinary Resolution as set out above will be determined by way of poll.

As at the date of this notice, the Board of Directors of the Company is comprised of Mr. John CHAN Cho Chak, GBS, JP as Chairman and Non-executive Director; Mr. Michael WONG Yick-kam as Deputy Chairman and Non-executive Director; Ms. Winnie J. NG as Group Managing Director; Mr. MAK Chun Keung, Mr. Anthony NG and Mr. Andrew SO Sing Tak as Non-executive Directors; Dr. Carlye Wai-Ling TSUI, BBS, MBE, JP, Mr. HUI Ki On, GBS, CBE, QPM, CPM and Dr. Eric LI Ka Cheung, GBS, OBE, JP as Independent Non-executive Directors.