

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**ROADSHOW HOLDINGS LIMITED**  
**路訊通控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 888)**

**NOTICE OF THE 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 Concord Room I, 8/F., Renaissance Harbour View Hotel, Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 9 October 2009 at 9:30 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolutions as ordinary resolutions of the Company:

**ORDINARY RESOLUTIONS**

1. “**THAT:**

- (a) the Interior Advertising Licence Agreement as defined and described in the circular of the Company dated 17 September 2009 of which this resolution forms part, (the “**Circular**”) (a copy of each of the Interior Advertising 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 thereunder, be and are hereby approved, ratified and confirmed; and
- (b) the proposed annual caps, as described in the Circular, for the licence fee in respect of the transactions contemplated by the Interior Advertising Licence Agreement, be and are hereby approved; and
- (c) 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 Interior Advertising Licence Agreement.”

\* *For identification purposes only*

2. **“THAT:**

- (a) the Exterior Advertising Licence Agreement as defined and described in the Circular (as defined in ordinary resolution no. 1 set out in this notice) (a copy of the Exterior Advertising Licence Agreement having been produced at the meeting and marked “C” and initialed by the chairman of the meeting for the purpose of identification) and all transactions contemplated thereunder, be and are hereby approved, ratified and confirmed; and
- (b) the proposed annual caps, as described in the Circular, for the licence fee in respect of the transactions contemplated by the Exterior Advertising Licence Agreement, be and are hereby approved; and
- (c) 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 Exterior Advertising Licence Agreement.”

3. **“THAT:**

the proposed annual caps for the licence fee and service charges in respect of the transactions contemplated by the MMOB Licence Agreement as defined and described in the Circular (as defined in ordinary resolution no. 1 set out in this notice) be and are hereby approved.”

By order of the Board

**Man Miu Sheung**

*Company Secretary*

Hong Kong, 17 September 2009

*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. A proxy need not be a member of the Company. A member may appoint more than one proxy 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 any adjournment thereof. Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the Special General Meeting or any adjournment thereof and in such event, the authority of the proxy shall be deemed to be revoked.
3. Voting at the Special General Meeting will be taken on a poll.

*As at the date of this announcement, the directors of the Company are Mr. John CHAN Cho Chak, GBS, JP as Chairman and Non-executive Director; Mr. YUNG Wing Chung and Ms. Winnie NG as Deputy Chairmen and Non-executive Directors; Dr. Carlye Wai-Ling TSUI, BBS, MBE, JP, Dr. Eric LI Ka Cheung, GBS, OBE, JP and Professor Stephen CHEUNG Yan Leung, BBS, JP as Independent Non-executive Directors; Mr. MO Tik Sang as Managing Director; Mr. MAK Chun Keung, Mr. Anthony NG (with Ms. Winnie NG as alternate), Mr. John Anthony MILLER, SBS, OBE and Mr. Edmond HO Tat Man as Non-executive Directors.*