



TCL 多媒體科技控股有限公司

TCL MULTIMEDIA TECHNOLOGY HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1070)

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of TCL Multimedia Technology Holdings Limited (“Company”) will be held at Salon 1–2, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on 13 April 2006, Thursday at 2:00 p.m. for the purposes of considering and, if thought fit, passing the following resolution (with or without modification):

ORDINARY RESOLUTION

“THAT

- (a) the Deposit Services under the Financial Services Framework Agreement (as defined in the circular of TCL Multimedia Technology Holdings Limited (“Company”) dated 27 March 2006 (“Circular”)) (a copy of the advanced draft of which has been produced to the meeting and marked “A” and initialed by the chairman of the meeting for the purposes of identification), the terms of which contemplated and the proposed cap in relation to such transactions for the three financial years ending 31 December 2008 as set out in the Circular (a copy of which has been produced to the meeting and marked “B” and initialed by the chairman of the meeting for the purposes of identification) be and are hereby approved; and
- (b) any one director of the Company, or any two directors of the Company if the affixation of the common seal of the Company is necessary, be and is/are hereby authorized for and on behalf of the Company to execute the Financial Services Framework Agreement and all such other documents, instruments and agreements and to do all such acts or things deemed by him/them to be incidental to, ancillary to or in connection with the Deposit Services and/or the execution of the Financial Services Framework Agreement.”

By order of the Board
Li Dong Sheng
Chairman

Hong Kong, 27 March 2006

Notes:

- (1) A member who is holder of two or more shares, and who is entitled to attend and vote at the meeting, is entitled to appoint more than one proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company. Completion and return of the form of proxy will not preclude a member from attending the meeting and voting in person. In such event, his/her form of proxy will be deemed to have been revoked.
- (2) In order to be valid, the form of proxy together with the power of attorney, if any, under which it is signed, or a notarially certified copy of such power or authority must be deposited at the principal place of business of the Company in Hong Kong at 13th Floor, TCL Tower, 8 Tai Chung Road, Tsuen Wan, New Territories, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
- (3) A form of proxy for use at the meeting is enclosed with the circular of the Company dated 27 March 2006.
- (4) In accordance with Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), TCL Corporation and its associates (as defined in the Listing Rules) are required to abstain from voting on the ordinary resolution and voting on the resolution will be conducted by way of poll.

- (5) The register of members of the Company will be closed on 13 April 2006, for the purposes of determining the entitlements of the members of the Company to attend and vote at the meeting. No transfer of the shares of the Company may be registered on that day. In order to qualify for the aforesaid entitlements, all transfers must be lodged with the Company's branch share registrar in Hong Kong, Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on 12 April 2006.

As at the date of this announcement, the board of directors of the Company comprises Li Dong Sheng, Lu Zhong Li, Hu Qiu Sheng, Zhao Zhong Yao, Yan Yong, Alastair Kenneth Ruskin Campbell and Didier Trutt as executive directors, Albert Thomas da Rosa, Junior as non-executive director and Tang Guliang, Wang Bing and Hon Fong Ming as independent non-executive directors.

*Please also refer to the published version of this announcement in **South China Morning Post**.*