

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



RICHE MULTI-MEDIA HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 764)

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL

The board of directors (the “**Board**”) of Riche Multi-Media Holdings Limited (the “**Company**”) proposes an increase in the authorised share capital of the Company (the “**Capital Increase**”) from HK\$200,000,000 divided into 2,000,000,000 ordinary shares of HK\$0.10 each to HK\$600,000,000 divided into 6,000,000,000 ordinary shares of HK\$0.10 each by a creation of an additional 4,000,000,000 ordinary shares of HK\$0.10 each (the “**New Ordinary Shares**”). The New Ordinary Shares, when issued, shall rank pari passu in all respects with the existing shares of the Company. The Company has 1,301,239,974 ordinary shares of HK\$0.10 each in issue as at the date of this announcement and is expected to have 1,951,859,961 ordinary shares of HK\$0.10 each in issue upon completion of the open offer announced on 18 October 2007 (the “**Open Offer**”). The Board thus consider that the Capital Increase is reasonable and in the interest of the Company. As at the date of this announcement, the Open Offer has not been completed and may or may not proceed. The Capital Increase shall be conditional upon the approval of an ordinary resolution by the shareholders of the Company at a special general meeting of the Company to be convened to consider, and if thought fit, approve the Capital Increase (the “**SGM**”).

A circular containing details of the Capital Increase and the notice of SGM will be despatched to the shareholders of the Company as soon as possible.

By order of the Board
Riche Multi-Media Holdings Limited
Heung Wah Keung
Chairman

Hong Kong, 5 November 2007

As at the date of this announcement, the Board comprises two executive directors namely, Mr. Heung Wah Keung, Ms. Chen Ming Yin, Tiffany and three independent non-executive directors namely, Mr. Tang Chak Lam, Gilbert, Mr. Ho Wai Chi, Paul and Mr. Lien Wai Hung.