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## **RICHE MULTI-MEDIA HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 764)**

### **RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 21 NOVEMBER 2007**

The Board announces that on 21 November 2007, the Company held the SGM at which the Ordinary Resolution set out in the notice of the SGM dated 5 November 2007 was not passed by way of poll by the Independent Shareholders.

Reference is made to the circular of Riche Multi-Media Holdings Limited (the “Company”) dated 5 November 2007 (the “Circular”) regarding the proposed acquisition of a 100% interest in the issued share capital of Modern Vision (Asia) Limited. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

#### **RESULTS OF THE SGM**

The board of directors of the Company (the “Board”) announces that the ordinary resolution (the “Ordinary Resolution”) set out in the notice of special general meeting (the “SGM”) of the Company dated 5 November 2007 was not passed by way of poll by the Independent Shareholders at the SGM. The poll result in respect of the Ordinary Resolution was as follows:

<b>Ordinary Resolution:</b>	<b>No. of Shares Voted (%)</b>	
	<b>For</b>	<b>Against</b>
To approve, ratify and confirm the entering into of the sale and purchase agreement dated 19 July 2007 (the “S&P Agreement”) entered into between Legend Rich Limited, a wholly-owned subsidiary of the Company, and Ms. Chen Ming Yin, Tiffany relating to the acquisition of a 100% interest in the issued share capital of Modern Vision (Asia) Limited and to authorise any one director of the Company to take such actions and/or execute such documents to give effect to the S&P Agreement and all transactions contemplated under the S&P Agreement.	59,902,000  31.64%	129,412,174  68.36%

*Notes:*

- (1) The full text of the Ordinary Resolution is set out in the notice of the SGM dated 5 November 2007.
- (2) As at the date of the SGM,
  - (a) the total number of issued Shares was 1,301,239,974;
  - (b) Ms. Chen Ming Yin, Tiffany and her associates who were together interested in 276,351,000 Shares, representing approximately 21.24% of the total issued share capital of the Company as at the date of the SGM, were required to and have abstained from voting in respect of the Ordinary Resolution at the SGM;
  - (c) the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolution at the SGM was 1,024,888,974, representing approximately 78.76% of the total issued share capital of the Company as at the date of the SGM; and
  - (d) no shareholder who was eligible to attend the SGM was only entitled to vote against the Ordinary Resolution.
- (3) Tricor Standard Limited, the Company's Hong Kong branch share registrar, was appointed as the scrutineer at the SGM.

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

Hong Kong, 21 November 2007

*As at the date of this announcement, the Board comprises two executive Directors namely, Mr. Heung Wah Keung and 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.*