



CHINA CHIEF CABLE TV GROUP LIMITED

中國3C集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 8153)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “SGM”) of China Chief Cable TV Group Limited (the “Company”) will be held on Wednesday, 1 April 2009 at 5:00 p.m. at the Conference Room, 19th Floor, CMA Building, 64-66 Connaught Road Central, Hong Kong to consider and, if thought fit, to pass, with or without amendments, the following ordinary resolutions:

1. **“THAT** the grant of options to Mr. Wong Man Hung Patrick under the share option scheme of the Company adopted on 2 February 2009 (“Scheme II”) which would entitle Mr. Wong Man Hung Patrick to subscribe for an aggregate of 25,000,000 shares of HK\$0.01 each in the share capital of the Company (the “Shares”) in excess of the Individual Limit (as defined in the circular of the Company dated 16 March 2009, a copy of which is tabled at the SGM and marked “A” and initialled by the chairman of the SGM for identification purpose) be and is hereby ratified, confirmed and approved and the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as may be necessary or expedient to give effect to the grant of options to and exercise of options by Mr. Wong Man Hung Patrick under Scheme II.”
2. **“THAT** the grant of options to Mr. Ko Shang Min under Scheme II which would entitle Mr. Ko Shang Min to subscribe for an aggregate of 20,000,000 Shares in excess of the Individual Limit be and is hereby ratified, confirmed and approved and the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as may be necessary or expedient to give effect to the grant of options to and exercise of options by Mr. Ko Shang Min under Scheme II.”
3. **“THAT** the grant of options to Mr. Chang Tak Chun under Scheme II which would entitle Mr. Chang Tak Chun to subscribe for an aggregate of 20,000,000 Shares in excess of the Individual Limit be and is hereby ratified, confirmed and approved and the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as may be necessary or expedient to give effect to the grant of options to and exercise of options by Mr. Chang Tak Chun under Scheme II.”

* *For identification purpose only*

4. “**THAT** the grant of options to Mr. Ng Kwok Wing Michael under Scheme II which would entitle Mr. Ng Kwok Wing Michael to subscribe for an aggregate of 20,000,000 Shares in excess of the Individual Limit be and is hereby ratified, confirmed and approved and the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as may be necessary or expedient to give effect to the grant of options to and exercise of options by Mr. Ng Kwok Wing Michael under Scheme II.”
5. “**THAT** the grant of options to Mr. Wong William under Scheme II which would entitle Mr. Wong William to subscribe for an aggregate of 15,000,000 Shares in excess of the Individual Limit be and is hereby ratified, confirmed and approved and the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as may be necessary or expedient to give effect to the grant of options to and exercise of options by Mr. Wong William under Scheme II.”
6. “**THAT** conditional upon the listing sub-committee of the directors of the Stock Exchange of Hong Kong Limited responsible for the Growth Enterprise Market granting listing of, and permission to deal in, the Shares to be issued and allotted upon exercise of options which may be granted under the New Scheme Limit (as defined below), the refreshment of the scheme limit of the share option scheme of the Company adopted on 20 March 2001 and Scheme II up to 10 per cent of the number of Shares in issue as at the date of passing this resolution (the “New Scheme Limit”) be and is hereby approved and the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as may be necessary or expedient to give effect to the New Scheme Limit.”

On behalf of the Board
China Chief Cable TV Group Limited
Wong Man Hung Patrick
Chairman

Hong Kong, 16 March 2009

Notes:

- (1) Any member entitled to attend and vote at the SGM shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member.
- (2) Where there are joint holders of any share any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the SGM the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the principal register and where applicable, any branch register of members to be kept pursuant to the provisions of the Companies Act of Bermuda in respect of the joint holding.
- (3) The form of proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Company's Hong Kong branch share registrar, Tricor Abacus Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the SGM or adjourned meeting at which the person named in the form of proxy proposes to vote or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll and in default the form of proxy shall not be treated as valid.
- (4) The form of proxy for use at the SGM is enclosed herewith.

As of the date of this announcement, the executive directors of the Company are Mr. Wong Man Hung Patrick, Mr. Law Kwok Leung, Mr. Feng Xiao Ping and Mr. Stephen William Frostick, the independent non-executive directors are Mr. Sousa Richard Alvaro, Mr. Chang Carl and Mr. Lee Chi Hwa Joshua.

This announcement, for which the directors of China Chief Cable TV Group Limited collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to China Chief Cable TV Group Limited. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: — (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" Page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication.