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## SATELLITE DEVICES CORPORATION

(incorporated in the Cayman Islands with limited liability) (Stock Code: 8172)

## **RESULTS OF EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that all resolutions as set out in the notice of EGM contained in the Circular were duly passed at the EGM held on 20 April 2006.

Reference is made to the announcement dated 25 November 2005 (the "Announcement") and the circular dated 27 March 2005 (the "Circular") issued by the Company. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular.

The Board is pleased to announce that all resolutions as set out in the notice of EGM contained in the Circular were duly passed at the EGM held on 20 April 2006.

At the EGM, voting in respect of the (i) Proposed Capital Reorganisation (special resolution No.1); (ii) Proposed Acquisition (ordinary resolution No.3); and (iii) issue of Convertible Notes (ordinary resolution No.4) was conducted by show of hands, and voting in respect of the Proposed Open Offer (ordinary resolution No.2) was conducted by way of poll.

Under the GEM Listing Rules, the Proposed Open Offer was required to be made conditional, among other things, on the approval of the Independent Shareholders. Arcon and its associate (together hold approximately 44.35% of the total issued share capital of the Company) were required to abstain from voting on the resolution regarding the Proposed Open Offer at the EGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against such resolution at the EGM was 366,457,863 Shares, representing approximately 55.65% of the existing issued share capital of the Company.

The Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Ltd at 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, was appointed as the scrutineer in the EGM for the purpose of vote-taking.

## **RESULT OF EGM**

Voting on the ordinary resolution No.2 in relation to the Proposed Open Offer at the EGM was conducted by poll, the result of which is as follows:

	No. of Votes (%)	
	For	Against
To approve the Proposed Open Offer	151,083,863 (100%)	0 (0%)

Voting on the special resolution No.1, the ordinary resolution No.3, and No.4, respectively, in relation to the (i) Proposed Capital Reorganisation; (ii) Proposed Acquisition; and (iii) issue of the Convertible Notes was proposed and duly passed.

By order of the board of Satellite Devices Corporation Leung Tak Wah Executive Director

## 20 April 2006, Hong Kong

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Lo Mun Lam, Raymond, Mr. Leung Tak Wah and Ms. Yu Wai Yin, Vicky; and three independent nonexecutive Directors, namely Mr. Wan Kwok Pan, Mr. Sum Chun Ho and Mr. Lum Pak Sum.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Group. 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 circular 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 be published on the Company's website and will remain on the GEM website on the "Latest Company Announcement" page for at least 7 days from the date of publication.