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*This announcement, for which the directors (the “**Directors**”) of SUNEVISION HOLDINGS LTD. (the “**Company**”) 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 (the “**GEM**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.*



## **SUNEVISION HOLDINGS LTD.**

### **新意網集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8008)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of the Company will be held at 53rd Floor, Sun Hung Kai Centre, 30 Harbour Road, Hong Kong on Friday, 24 June 2011 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolution (with or without modifications) as an ordinary resolution of the Company:

### **ORDINARY RESOLUTION**

**“THAT:**

- (a) the agreement dated 16 May 2011 entered into between the Company and Sun Hung Kai Properties Limited (“**SHKP**”) in respect of the Networking Arrangement (as defined and more particularly described in the circular to the shareholders of the Company dated 7 June 2011 (the “**Circular**”)) (the “**Networking Agreement**”, a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for the purpose of identification), and the transactions pursuant thereto and the annual cap in relation to the Networking Arrangement of HK\$65,000,000 for each of the three financial years ending 30 June 2014, be and are hereby approved;
- (b) the agreement dated 16 May 2011 entered into between the Company and SHKP in respect of the Maintenance Arrangement (as defined and more particularly described in the Circular) (the “**Maintenance Agreement**”, a copy of which has been produced to the meeting marked “B” and signed by the chairman of the meeting for the purpose of identification), and the transactions pursuant thereto and the annual cap in relation to the Maintenance Arrangement of HK\$63,500,000 for each of the three financial years ending 30 June 2014, be and are hereby approved;

- (c) the agreement dated 16 May 2011 entered into between the Company and SHKP in respect of the Networking Sub-contracting Arrangement (as defined and more particularly described in the Circular) (the “**Networking Sub-contracting Agreement**”, a copy of which has been produced to the meeting marked “C” and signed by the chairman of the meeting for the purpose of identification), and the transactions pursuant thereto and the annual cap in relation to the Networking Sub-contracting Arrangement of HK\$8,000,000 for each of the three financial years ending 30 June 2014, be and are hereby approved;
- (d) the agreement dated 16 May 2011 entered into between the Company and SHKP in respect of the Maintenance Sub-contracting Arrangement (as defined and more particularly described in the Circular) (the “**Maintenance Sub-contracting Agreement**”, a copy of which has been produced to the meeting marked “D” and signed by the chairman of the meeting for the purpose of identification), and the transactions pursuant thereto and the annual cap in relation to the Maintenance Sub-contracting Arrangement of HK\$3,800,000 for each of the three financial years ending 30 June 2014, be and are hereby approved;
- (e) the entering into, execution, performance and implementation of each of the Networking Agreement, the Maintenance Agreement, the Networking Sub-contracting Agreement and the Maintenance Sub-contracting Agreement by the Directors for and on behalf of the Company be and are hereby approved, confirmed and ratified; and
- (f) the Directors be and are hereby authorised for and on behalf of the Company to sign, seal, deliver, execute and perfect all such documents and to do all such deeds, acts, matters and things as they may in their discretion consider necessary, desirable or expedient to implement, or give effect to, or otherwise for the purposes of, or as contemplated under, or is otherwise in connection with, the Networking Agreement, the Maintenance Agreement, the Networking Sub-contracting Agreement and the Maintenance Sub-contracting Agreement.”

By order of the Board  
**SUNEVISION HOLDINGS LTD.**  
**NG Wai-ye, Betty**  
*Company Secretary*

Hong Kong, 7 June 2011

*Registered Office:*  
P.O. Box 309, Ugland House  
Grand Cayman KY1-1104  
Cayman Islands

*Head Office and Principal Place of Business:*  
MEGATOP, MEGA-iAdvantage  
399 Chai Wan Road  
Chai Wan, Hong Kong

*Notes:*

1. Any shareholder of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person (who must be an individual) as his proxy to attend and vote instead of him and a proxy so appointed shall have the same right as the shareholder to speak at the meeting. On a poll, votes may be given either personally or by proxy. A proxy need not be a shareholder of the Company. A shareholder may appoint any number of proxies to attend in his stead at any one general meeting (or at any one class meeting).

2. To be valid, a form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Company's Hong Kong branch share registrars and transfer office, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof and in default thereof the form of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiry of 12 months from the date of its execution.
3. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

*As at the date of this announcement, the Board of the Company comprises five Executive Directors, being KWOK Ping-luen, Raymond, TSIM Wing-kit, Alfred, TUNG Chi-ho, Eric, WONG Chin-wah and SO Wai-kei, Godwin; six Non-Executive Directors, being KWOK Ping-sheung, Walter, KWOK Ping-kwong, Thomas, CHEUNG Wing-yui, SIU Hon-wah, Thomas, CHAN Kui-yuen, Thomas and SO Chung-keung, Alfred; and three Independent Non-Executive Directors, being LI On-kwok, Victor, KING Yeo-chi, Ambrose and WONG Kai-man.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for a minimum period of 7 days from the date of publication and on the website of the Company at [www.sunevision.com](http://www.sunevision.com).*