



TCL 多媒體科技控股有限公司

TCL MULTIMEDIA TECHNOLOGY HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1070)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of TCL Multimedia Technology Holdings Limited (“Company”) will be held at Salon 6, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on 7 August 2006 at 2:30 p.m. for the purposes of considering and, if thought fit, passing the following resolution (with or without modification):

ORDINARY RESOLUTION

“**THAT** the sale and purchase agreement (the “Sale and Purchase Agreement”) dated 21 June 2006 entered into between TCL Multimedia Technology Holdings Limited (the “Company”) and T.C.L. Industries Holdings (H.K.) Limited (a copy of which has been produced to this meeting and marked “A” and initialed by the Chairman of this meeting for the purpose of identification and the details of which are set out in the circular of the Company dated 17 July 2006) and the transactions contemplated thereunder be and are hereby approved, ratified, and confirmed and any director of the Company be and is hereby authorized to take such action, do such things and execute such further documents or deeds as such director may, in his opinion, deem necessary or desirable for the purpose of implementing or giving effect to the Sale and Purchase Agreement.”

By order of the Board
Li Dong Sheng
Chairman

Hong Kong, 17 July 2006

Notes:

- (1) A member who is holder of two or more shares, and who is entitled to attend and vote at the meeting, is entitled to appoint more than one proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company. Completion and return of the form of proxy will not preclude a member from attending the meeting and voting in person. In such event, his/her form of proxy will be deemed to have been revoked.
- (2) In order to be valid, the form of proxy together with the power of attorney, if any, under which it is signed, or a notarially certified copy of such power or authority must be deposited at the principal place of business of the Company in Hong Kong at 13th Floor, TCL Tower, 8 Tai Chung Road, Tsuen Wan, New Territories, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
- (3) A form of proxy for use at the meeting is enclosed with the circular of the Company dated 17 July 2006.
- (4) In accordance with Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), the voting on the ordinary resolution will be conducted by way of poll and TCL Corporation and its associates (as defined in the Listing Rules) are required to abstain from voting.
- (5) The register of members of the Company will be closed on 7 August 2006, for the purposes of determining the entitlements of the members of the Company to attend and vote at the meeting. No transfer of the shares of the Company may be registered on that day. In order to qualify for the

aforesaid entitlements, all transfers must be lodged with the Company's branch share registrar in Hong Kong, Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on 4 August 2006.

As at the date of this announcement, the board of directors of the Company comprises Li Dong Sheng, Lu Zhong Li, Yan Yong, Alastair Kenneth Ruskin Campbell, Didier Trutt, Wang Kang Ping and Shi Wanwen as executive directors, Albert Thomas da Rosa, Junior as non-executive director and Tang Guliang and Wang Bing as independent non-executive directors.

*Please also refer to the published version of this announcement in **South China Morning Post**.*