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This announcement, for which the directors of SUNeVision Holdings Limited (“the Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Growth Enterprise Market (“GEM”) Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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.



SUNeVision Holdings Ltd.

新意網集團有限公司

(Incorporated in the Cayman Islands with limited liability)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of SUNeVision Holdings Ltd. (the “Company”) will be held at 53/F., Sun Hung Kai Centre, 30 Harbour Road, Hong Kong on 9 June 2003 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:

- (1) each of the Ongoing Connected Transactions (as defined and more particularly described in the circular to the shareholders of the Company dated 23 May 2003 (the “Circular”)) be and is hereby approved subject to the caps for the respective periods as stated below and to the other conditions mentioned under the paragraph headed “Conditions of the approval” under the section headed “5. Independent Shareholders’ Approval” in “Letter from the Board” set out in the Circular:

	Category of Ongoing Connected Transactions	Caps (HK\$)	
		For the month of June 2003	For each of the two subsequent financial years ending 30 June 2005
(a)	Lease Arrangement	the amount determined according to the terms of the relevant lease agreements	the amount determined according to terms of the relevant lease agreements
(b)	Advertising and e-Commerce Transactions	450,000	15,000,000
(c)	Networking Arrangement	10,000,000	39,000,000

Category of Ongoing Connected Transactions	Caps (HK\$)	
	For the month of June 2003	For each of the two subsequent financial years ending 30 June 2005
(d) Maintenance Arrangement	10,000,000	42,000,000
(e) Estate Agency Arrangement	100,000	1,200,000
(f) Insurance Arrangement	150,000	3,600,000
(g) Property Management Arrangement	750,000	9,100,000
(h) Retrofitting Arrangement	-	6,400,000
(i) Technical Services Arrangement	90,000	1,400,000
(j) Non-core Services Arrangement	160,000	1,400,000
(k) Space and Rack Rental Arrangement	20,000	2,800,000
(l) Investment Management Service Arrangement	-	2,500,000
(m) Cable and Network Rental Arrangement	-	2,600,000
(n) Promotion Services Arrangement	-	1,600,000
(o) Construction Services Arrangement	-	13,000,000

- (2) the entering into, execution, performance and implementation of the Advertising and e-Commerce Agreement, the Networking Agreement, the Maintenance Agreement, the Estate Agency Agreement, the Insurance Agreement, the Extra Management Services Agreement, the Retrofitting Agreement, the Technical Services Agreement, the Non-core Services Agreement, the Space and Rack Rental Agreement, the Cable and Network Rental Agreement, the Promotion Services Agreement and the Construction Services Agreement (all as defined in the Circular and copies of which have been produced to the meeting marked “A” to “M” respectively and signed by the chairman of the meeting for the purpose of identification) by the directors of the Company (the “Directors”) for and on behalf of the Company be and are hereby approved, confirmed and ratified;
- (3) the entering into, execution, performance and implementation of the Investment Management Agreement (as defined in the Circular and copy of the latest draft of which has been produced to the meeting marked “N” and signed by the chairman of the meeting for the purpose of identification, and subject to such amendments of an immaterial nature as the Directors may approve) be and is hereby approved and the Directors be and are hereby authorised on behalf of the Company to sign, execute, perfect and deliver the Investment Management Agreement;
- (4) the Directors be and are hereby authorised on behalf of the Company to sign, seal, execute, perfect and deliver all such documents and do all such deeds, acts, matters and things as they may in their discretion consider necessary or desirable for the purposes of or in connection with the implementation of the agreements referred to in paragraphs (2) and (3) of this resolution and all the Ongoing Connected Transactions.”

By Order of the Board
SUNeVision Holdings Ltd.
William TAM Sai-ming
Company Secretary

Hong Kong, 23 May 2003

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British West Indies

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Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a person or persons (who must be individual(s)) as his or her proxy or proxies to attend and, on a poll, vote instead of him or her. A proxy need not be a member of the Company.
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 registrar and transfer office, Computershare Hong Kong Investor Services Limited at Rooms 1901-5, 19th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding of the meeting or 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.

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