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This announcement, for which the directors of SUNeVision Holdings Ltd. 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 (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 SUNeVision Holdings Ltd. (the "Company") will be held at 53rd Floor, Sun Hung Kai Centre, 30 Harbour Road, Hong Kong on Monday, 1 November 2010 at 12:30 p.m. (or so soon thereafter as the annual general meeting of the Company shall have been concluded or adjourned) for the following purpose:

To consider and, if thought fit, pass the following resolution with or without modifications as an ordinary resolution of the Company:

ORDINARY RESOLUTION

"THAT conditional upon the approval of the special resolution proposed at the annual general meeting of the Company held on 1 November 2010 (or any adjournment thereof) relating to the proposed amendments to the articles of association of the Company for the purpose of the Convertible Notes (as defined in the circular of the Company dated 29 September 2010 (the "Circular") and a copy of which marked "A" has been produced to this meeting and signed for the purpose of identification by the Chairman hereof) and the Listing Committee of The Stock Exchange of Hong Kong Limited granting or agreeing to grant and not having withdrawn or revoked the listing of, and permission to deal in, the Bonus Shares (as hereinafter defined) and the shares of HK\$0.10 each in the capital of the Company to be issued upon conversion of the Convertible Notes:

- (a) upon the recommendation of the directors of the Company (the "Directors"), the necessary sum be capitalised from the amount standing to the credit of the share premium account of the Company and the Directors be and are hereby authorised and directed to apply such sum in paying up in full at par sufficient unissued shares of HK\$0.10 each in the capital of the Company (the "Bonus Shares"), and that such Bonus Shares shall be issued, allotted and distributed, credited as fully paid, to and amongst the persons whose names appear on the register of members of the Company on 1 November 2010 (the "Record Date") (other than those persons who shall have elected to receive the Convertible Notes in lieu of Bonus Shares pursuant to the Election Form (as defined in the Circular)) as holders of shares of HK\$0.10

each in the capital of the Company (the “Shares”) on the basis of one Bonus Share for every one existing issued Share then held by them respectively;

- (b) the Bonus Shares to be issued and allotted pursuant to this resolution shall be subject to the memorandum and articles of association of the Company and shall rank *pari passu* in all respects with the Shares in issue on the Record Date, except that they will not rank for the Bonus Issue (as defined in the Circular);
- (c) the terms and conditions of the Deed Poll (as defined in the Circular and a copy of a draft of which marked “B” has been produced to this meeting and signed for the purpose of identification by the Chairman hereof) and the creation and issue of the Convertible Notes as constituted by the Deed Poll pursuant to the Bonus Issue to holders of Shares on the Record Date who elect to receive the Convertible Notes in lieu of the Bonus Shares pursuant to the Election Form, be and are hereby approved;
- (d) the Directors be and are hereby authorised to allot and issue shares in the capital of the Company, credited as fully paid, upon conversion of the Convertible Notes (the “Conversion Shares”) or otherwise in accordance with the terms and conditions of the Convertible Notes and/or the Deed Poll (as defined below) by way of capitalisation of the necessary sum from the amount standing to the credit of the Company’s share premium account and that the Conversion Shares shall, when allotted and issued, rank *pari passu* in all respects with all other shares in the capital of the Company in issue on the date of such allotment and issue;
- (e) the Directors be and are hereby authorised to allot and issue further new shares in the capital of the Company (the “Further New Shares”) falling to be issued upon conversion of any further new convertible notes which may be issued by the Company on the same terms and conditions as the Convertible Notes in accordance with the Deed Poll, credited as fully paid, by way of capitalization of necessary amount standing to the credit of the Company’s share premium account;
- (f) the Directors be and are hereby authorised, for and on behalf of the Company, to take all steps and do all acts and things as may be necessary and expedient in connection with and to implement and/or give effect to the transactions contemplated by the Bonus Issue, and the Convertible Notes including but not limited to determining the amount to be capitalised out of the share premium account of the Company, the number of Bonus Shares to be issued, allotted and distributed in the manner referred to in paragraph (a) of this resolution and the number of Conversion Shares to be issued and allotted in the manner referred to in paragraph (d) of this resolution and the number of Further New Shares to be issued and allotted in the manner referred to in paragraph (e) of this resolution, executing all such other documents, instruments and agreements and doing all such acts or things deemed by them to be incidental to, ancillary to or in connection with the matters contemplated under the Bonus Issue and the Convertible Notes.”

By order of the Board
SUNEVISION HOLDINGS LTD.
Chan Kin-chu, Harry
Company Secretary

Hong Kong, 29 September 2010

Registered Office:
P.O. Box 309, Uglan 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. The register of members of the Company will be closed from Monday, 25 October 2010 to Monday, 1 November 2010 (both days inclusive). In order to establish entitlements to the proposed Bonus Issue, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrars and transfer office, Computershare Hong Kong Investor Services Limited at Shops No. 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 22 October 2010.
2. A shareholder entitled to attend and vote at the meeting is entitled to appoint a person or persons as his or her proxy or proxies to attend and, on a poll, vote on behalf of him or her. A proxy needs not be a shareholder of the Company.
3. 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 later 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.
4. Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the meeting. 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 six Executive Directors, being KWOK Ping-luen, Raymond, KWOK Ping-sheung, Walter, TSIM Wing-kit, Alfred, TUNG Chi-ho, Eric, WONG Chin-wah and SO Wai-kei, Godwin; five Non-Executive Directors, being 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 for a minimum period of 7 days from the date of publication and on the website of the Company at www.sunevision.com.