



IMAGI INTERNATIONAL HOLDINGS LIMITED

意馬國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 585)

ANNOUNCEMENT CHANGE IN DIRECTORSHIP

The board of directors (the "Board") of Imagi International Holdings Limited (the "Company") announces that Mr. Alexander Reid Hamilton ("Mr. Hamilton"), an independent non-executive director and a member of the Audit Committee of the Company, has retired from service due to personal reasons with effect from August 6, 2004. Mr. Hamilton has confirmed that he has no disagreement with the Board and there is no other matter relating to the retirement of Mr. Hamilton which requires the attention of shareholders and creditors of the Company or The Stock Exchange of Hong Kong Limited.

The Board also announces that Mr. Tse Chi Man, Terry ("Mr. Tse") will be appointed as an executive director of the Company with effect from August 9, 2004.

Mr. Tse, aged 50, is also the chief operating officer and corporate development director of the Company. Joining the Group in 1999, Mr. Tse has been overseeing the Group's strategic development, investor relations and the implementation of the Group's business plan. Mr. Tse held various senior positions in a number of renowned organizations, which include Chase Manhattan Asia Limited as a director, Inchcape Pacific Limited as a mergers and acquisitions director, Lerado Group Holdings Limited as an executive director and Dresdner Kleinwort Benson China Limited as a managing director. Mr. Tse obtained a BBA degree and a MBA degree both from the University of Texas, Arlington.

Mr. Tse entered into a service agreement with the Company on August 6, 2004 pursuant to which he is entitled to an annual emoluments of HK\$1,416,000, an annual rental disbursement of HK\$480,000 and a minimum guaranteed year-end bonus of HK\$152,000 per year for his service. In addition, share options may also be granted under the share option scheme from time to time adopted by the Company subject to compliance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. Subject to the bye-laws of the Company, the agreement has a fixed term ending June 30, 2006 and may be terminated thereafter in accordance with the terms of the agreement. The emoluments were mutually agreed upon between the Board and Mr. Tse with reference to the prevailing market conditions and past contributions made by Mr. Tse to the Group.

As of the date of this announcement, Mr. Tse is interested in share options granted to him under the share option scheme adopted by the Company on August 16, 2002, pursuant to which he is entitled to subscribe for 1,300,000 shares in the capital of the Company.

Save as disclosed in this announcement, Mr. Tse is not connected with any directors, senior management or substantial or controlling shareholders of the Company, and he does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

The Board would like to welcome Mr. Tse to the Board and to thank Mr. Hamilton for his contribution to the Company during his period of service.

By Order of the Board
Imagi International Holdings Limited
Kao Wai Ho, Francis
Deputy Chairman

Upon the appointment of Mr. Tse and the resignation of Mr. Hamilton, the Board comprises:

Executive Directors:

Mr. Kao Cheung Chong, Michael
(Chairman)
Mr. Zhang Liping
Mr. Tse Chi Man, Terry

Mr. Kao Wai Ho, Francis
(Deputy Chairman)
Mr. Lam Pak Kin, Philip

Non-executive Director:

Mr. Ng See Yuen

*Independent Non-executive
Directors:*

Mr. Randy Harris

Mr. Oh Kok Chi

Hong Kong, August 6, 2004

* for identification purpose only