



ROADSHOW HOLDINGS LIMITED

路訊通控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 888)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of the shareholders of RoadShow Holdings Limited (the “**Company**”) will be held at the Royal Plaza Hotel, Grand Ballroom 1, 193 Prince Edward Road West, Kowloon, Hong Kong at 11:00 a.m. on Friday, 23 December 2005 for the purpose of considering and, if deemed appropriate, passing, with or without modification, the following resolutions as Ordinary Resolutions:

ORDINARY RESOLUTIONS

1. **“THAT** the continuing connected transactions contemplated under the agreement relating to media sales management services agreement dated 1 June 2001 entered into between RoadShow Media Limited and KMB Public Bus Services Holdings Limited and the associated proposed maximum aggregate annual values in respect of such transactions thereunder, details of which are more particularly described in the announcement and circular of the Company dated 24 November 2005 (the “**Announcement**”) and 5 December 2005 (the “**Circular**”), be and are hereby generally and unconditionally approved, ratified and confirmed.”
2. **“THAT** the continuing connected transactions contemplated under the licence agreement dated 1 March 2001 entered into between The Kowloon Motor Bus Company (1933) Limited and Bus Focus Limited and the associated proposed maximum aggregate annual values in respect of such transactions thereunder, details of which are more particularly described in the Announcement and the Circular, be and are hereby generally and unconditionally approved, ratified and confirmed.”
3. **“THAT** the continuing connected transactions contemplated under the service agreement dated 1 March 2001 entered into between Bus Focus Limited and Texon Media Limited and the associated proposed maximum aggregate annual values in respect of such transactions thereunder, details of which are more particularly described in the Announcement and the Circular, be and are hereby generally and unconditionally approved, ratified and confirmed.”

By Order of the Board
John CHAN Cho Chak
Chairman

Hong Kong, 5 December 2005

Notes:

1. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member may appoint more than one proxy to attend on the same occasion.
2. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of authority must be lodged with the Company's principal office at No. 1, Po Lun Street, Lai Chi Kok, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.
3. The Register of Members will be closed from Thursday, 22 December 2005 to Friday, 23 December 2005 both days inclusive, during which period no transfer of shares will be effected. All transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrars, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:00 p.m. on Wednesday, 21 December 2005.
4. The Bye-laws of the Company is written in English. There is no Chinese version in respect thereof.

As at the date of this notice, the Board of Directors of the Company is comprised of Mr. John CHAN Cho Chak, GBS, JP as Chairman; Mr. Michael WONG Yick-kam as Deputy Chairman; Ms Winnie J. NG as Group Managing Director; Mr. MAK Chun Keung as Director; Mr. Anthony NG, Mr. James Conrad LOUEY, Ms LAU Mei Mui, May and Mr. Andrew SO Sing Tak as Non-Executive Directors; Ms Carlye Wai-Ling TSUI, BBS, MBE, JP, Mr. HUI Ki On, GBS, CBE, QPM, CPM and Dr. Eric LI Ka Cheung, GBS, OBE, JP as Independent Non-Executive Directors; Ms LAU Shung Oi, Susanna as alternate director to Mr. Michael WONG Yick-kam.

* For identification purpose only