



ABC Communications (Holdings) Limited (the "Company")

(Incorporated in Bermuda with limited liability)

(Stock Code: 30)

Minutes of a Special General Meeting (the "SGM") of shareholders of the Company (the "Shareholders") held on 11 August 2008
at 10:00 a.m. at Peking Room, The American Club Hong Kong,
48th Floor, Exchange Square Two, 8 Connaught Place, Central, Hong Kong

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- Directors Present : Mr. Michael Tse
Ms. Patricia Yeung
Mr. George Joseph Ho
Mr. Aubrey Li
Mr. Joey Fan
- Shareholders Present : Mr. Michael Tse Chi Hung, Ms. Patricia Yeung Shuk Kwan, Ms. Tong Shuk Yin, Mr. George Joseph Ho, Ms. Sylvia Hsu, Mr. Chan Kwok Wing, HKSCC Nominees Limited (represented by Mr. Chiu Yiu Fai) and Goddard & Co. (represented by Ms. Sylvia Hsu), Mr. William Brack, Ms. Leung Wood and Ms. Tam Fung Tai
- In Attendance : Mr. Leslie Lau (representing Computershare Hong Kong Investor Services Limited), Mr. Arnold Ip, Mr. Sean Pey Chang and Ms. Koid Chee Ling (representing Altus Capital Limited), Mr. Lawrence Chan (representing Stephenson Harwood and Lo)
- Opening of Meeting and Notice of Meeting (1) The Chairman noted that a quorum was present and that the Notice convening this SGM (the "Notice of SGM") had been served on Shareholders for the prescribed period.
- With the approval of the Shareholders attending the SGM, the Notice of SGM, a copy of which is attached to and forms part of these minutes was taken as read.
- Poll (2) The Chairman demanded that all the resolutions proposed at the Meeting be voted on by poll in accordance with Article 70 of the Company's Bye-Laws. He advised that the poll results would be notified to the Stock Exchange of Hong Kong Limited and published on the Company's website.
- Ordinary resolution in respect of the Disposal Agreement (as defined in the Notice of SGM) (3) The Chairman proposed the following:
- "That the ordinary resolution to approve the disposal of ABC Global Limited to H.C.B.C. Enterprises Limited, as set out in Agenda item (1) of the attached Notice of SGM, be adopted and passed without amendment."

This resolution was voted on by poll with the following result:

For: 57,740,400 votes (99.83%)
Against: 100,000 votes (0.17%)

As more than 50% of the votes were cast in favour of this resolution, the resolution was carried.

Ordinary resolution in respect of the payment of the special dividend in the Company

(4) The Chairman then proposed the following:

"That the ordinary resolution to approve the payment of the special dividend of HK\$0.5869 per share to Shareholders registered on the Company's register of members as at today, as set out in Agenda item (2) of the attached Notice of SGM, be adopted and passed without amendment."

This resolution was voted on by poll with the following result:

For: 338,984,600 votes (99.97%)
Against: 100,000 votes (0.03%)

As more than 50% of the votes were cast in favour of this resolution, the resolution was carried.

Special resolution in respect of the capital reorganisation of the Company

(5) The Chairman further proposed the following:

"That the special resolution to approve the capital reorganisation of the Company, as set out in Agenda item (3) of the attached Notice of SGM, be adopted and passed without amendment."

This special resolution was voted on by poll with the following result:

For: 338,984,600 votes (99.97%)
Against: 100,000 votes (0.03%)

As more than 75% of the votes were cast in favour of this special resolution, the special resolution was carried.

Close of Meeting

(6) There being no other business, the SGM closed at 10:50a.m..



Michael Tse Chi Hung
Chairman