

---

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

---

**If you are in any doubt** as to any aspect of this circular or as to the action you should take, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your 2010 Warrants and/or shares in Culturecom Holdings Limited, you should at once hand this circular to the purchaser or the transferee or to the bank manager, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

---



## **CULTURECOM HOLDINGS LIMITED**

文化傳信集團有限公司\*

(incorporated in Bermuda with limited liability)

(Stock Code: 343)

(Warrant Code: 453)

*Executive Directors:*

Mr. Cheung Wai Tung (*Chairman*)  
Mr. Chu Bong Foo (*Vice-Chairman*)  
Mr. Kwan Kin Chung (*Managing Director*)  
Mr. Henry Chang Manayan  
Mr. Wan Xiaolin  
Mr. Chung Billy  
Mr. Tang U Fai  
Mr. Tang Kwing Chuen Kenneth  
Mr. Chen Man Lung

*Independent Non-Executive Directors:*

Mr. Tsang Wai Wa  
Mr. Joseph Lee Chennault  
Mr. Lai Qiang

*Registered office:*

Canon's Court  
22 Victoria Street  
Hamilton HM 12  
Bermuda

*Principal Office:*

Units 610C, 612-613  
Level 6, Core D  
Cyberport 3  
100 Cyberport Road  
Hong Kong

9 December 2009

*To the holders of 2010 Warrants and, for information only,  
the shareholders of the Company*

Dear Sir/Madam,

### **EXPIRY OF SUBSCRIPTION RIGHTS ATTACHING TO THE 2010 WARRANTS**

The Board of Directors (the “**Board**”) of Culturecom Holdings Limited (the “**Company**”) wishes to remind the holders of the existing outstanding 2010 registered warrants (Warrant Code: 453) (“**2010 Warrants**”) of the Company, carrying rights to subscribe in cash for new shares of HK\$1.00 each (“**Share(s)**”) in the capital of the Company at the adjusted subscription price of HK\$1.38 per Share, that in accordance with the terms and conditions of the instrument constituting the 2010 Warrants (the “**Instrument**”), the subscription rights attaching to the 2010 Warrants (the “**Subscription Rights**”) will expire after 4:00 p.m. on Wednesday, 6 January 2010. **Thereafter, any Subscription Rights which have not been exercised by 4:00 p.m. on Wednesday, 6 January 2010 will lapse and the 2010 Warrant certificates will cease to be valid for any purpose.**

\* for identification purpose only

In respect of the expiry of the 2010 Warrants, the Company has made the following arrangements regarding the dealings in, transfers of and exercise of the Subscription Rights:

1. the last trading day of the 2010 Warrants on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) will be fixed on Thursday, 31 December 2009 and trading of the 2010 Warrants on the Stock Exchange will cease after 12:30 p.m. on Thursday, 31 December 2009. The listing of the 2010 Warrants will be withdrawn from the Stock Exchange after 4:00 p.m. on Wednesday, 6 January 2010;
2. the registered holders of the 2010 Warrants who wish to exercise in whole or in part the Subscription Rights must lodge with the branch share and warrant registrars of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited (the “**Registrars**”) at Shops 1712-1716, 17 Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, the following documents by not later than 4:00 p.m. on Wednesday, 6 January 2010:
  - (a) the relevant certificate(s) of the 2010 Warrants;
  - (b) the duly completed and signed subscription form(s); and
  - (c) remittances for the relevant subscription moneys;
3. persons who purchased the 2010 Warrants but have not yet registered as holders of the 2010 Warrants and wish to exercise the Subscription Rights must lodge with the Registrars at the above address the following documents by not later than 4:00 p.m. on Wednesday, 6 January 2010:
  - (a) the relevant duly executed and stamped instruments of transfer and/or other documents of title;
  - (b) the relevant certificate(s) of the 2010 Warrants;
  - (c) the duly completed and signed subscription form(s); and
  - (d) remittances for the relevant subscription moneys;
4. subscription forms lodged with the Registrars later than 4:00 p.m. on Wednesday, 6 January 2010 will not be regarded as valid and will not be accepted;
5. under the terms of the Instrument, new Shares will be allotted and issued within 28 days after the date of exercise of the Subscription Rights and Shares to be issued pursuant to the exercise of the Subscription Rights will, when issued, rank pari passu in all respects with the then existing issued Shares; and
6. application to the Stock Exchange has been made for the withdrawal of listing of the 2010 Warrants from the Stock Exchange with effect from 4:00 p.m. on Wednesday, 6 January 2010.

The closing prices of the Shares and the 2010 Warrants as quoted on the Stock Exchange on Friday, 4 December 2009 (being the latest practicable date prior to the printing of this circular) were HK\$0.46 per Share and HK\$0.01 per unit of the 2010 Warrant respectively.

The holders of the 2010 Warrants who are in any doubt as to their position or the action to be taken should consult their stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

By Order of the Board of  
**CULTURECOM HOLDINGS LIMITED**  
**Cheung Wai Tung**  
*Chairman*