



MACAU INVESTMENT HOLDINGS LIMITED

澳門投資控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2362)

(Formerly known as Signal Media and Communications Holdings Limited)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Macau Investment Holdings Limited will be held at Suite 3604-05, One Exchange Square, 8 Connaught Place, Central, Hong Kong on Wednesday, 10 December 2008 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without modification, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (a) (i) the early redemption of the convertible bonds in the principal amount of HK\$939,240,000 issued by the Company to Castle Rock Investment Holding Limited (“Castle Rock”) and the convertible bonds in the principal amount of HK\$524,340,000 issued to Suregold Global Limited (“Suregold”) by way of transfer of an aggregate of 8,131 shares of MOP\$100 each in the issued share capital of Sociedade de Investimento Imobiliario Pun Keng Van SA (“PKV”) beneficially owned by subsidiaries of the Company and the assignment of certain indebtedness of PKV owed to the Company and its subsidiaries;
- (ii) the provision by the Company and its subsidiary Performing Investments Limited (“PIL”) of a loan to PKV in the aggregate sum of MOP\$37,409,688.80 (“Remaining Loan”); and
- (iii) the sale by PIL of part or all of its remaining 1,369 shares in the capital of PKV and the sale by PIL and the Company of part or all of the Remaining Loan to a purchaser of shares in PKV from Castle Rock and/or Suregold at any time within 12 months of completion of the agreement referred to below (the “Remaining PKV Disposal”);

* *For identification purposes only*

on and subject to the terms of the early redemption agreement dated 31 October 2008 (a copy of which has been produced to the Meeting and signed by the Chairman of the Meeting for the purpose of identification) entered into among the Company, PIL, Pebble Rise, Suregold and Castle Rock (the “Early Redemption Agreement”) be and are hereby approved and confirmed; and

- (b) the directors of the Company be and are hereby authorised to do on behalf of the Company whatever they may, in their absolute discretion, consider necessary, desirable or expedient for the purposes of, or in connection with, the Early Redemption Agreement and the transactions contemplated thereunder.”

For and on behalf of the Board
Macau Investment Holdings Limited
Edmund Kwok King Yan
Director

Hong Kong, 24 November 2008

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place
of business in Hong Kong:*

Suite 3604-05
One Exchange Square
8 Connaught Place
Central
Hong Kong

Notes:

1. The resolution will be voted on by poll. On voting by poll, each member of the Company present in person or by proxy or, in the case of a member being a corporation, by its duly authorised representative, shall have one vote for each fully paid share of which he is the holder but so that no amount paid up or credited as paid up on a share in advance of calls or instalments is treated for the foregoing purposes as paid up on the share.
2. Any member entitled to attend and vote at the Meeting shall be entitled to appoint another person to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy need not be a member of the Company. In addition, a proxy or proxies representing either a member of the Company who is an individual or a member of the Company which is a corporation shall be entitled to exercise the same powers on behalf of the member of the Company which he or they represent as such member of the Company could exercise.

3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof, it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.
4. 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 such power or authority, shall be deposited at the Hong Kong branch share registrar of the Company, Hong Kong Registrars Limited at Shop Nos. 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than forty-eight (48) hours before the time appointed for holding the Meeting and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution. Delivery of an instrument appointing a proxy shall not preclude a member of the Company from attending and voting in person at the Meeting and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. Where there are joint holders of any share, any one of such joint holder may vote at the Meeting, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the Meeting the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding. Several executors or administrators of a deceased member of the Company in whose name any share stands shall for this purpose be deemed joint holders thereof.
6. A form of proxy for use at the Meeting is enclosed.
7. As at the date of this notice, the Board consists of three executive Directors, namely Mr. Brad Huang, Mr. J. James Chen and Mr. Edmund Kwok King Yan, and three independent non-executive Directors, namely Mr. Sun Juyi, Ms. Hin Yat Ha and Ms. Chiu Ching, Katie.

As at the date of this announcement, the Board consists of three executive Directors, namely Mr. Brad Huang, Mr. J. James Chen and Mr. Edmund Kwok King Yan, and three independent non-executive Directors, namely Messrs. Sun Juyi, Hin Yat Ha and Chiu Ching, Katie.