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SOUND GLOBAL LTD.
桑德國際有限公司*

(Incorporated in the Republic of Singapore with limited liability)

(Company Registration Number 200515422C)

Singapore Stock Code: E6E.SI

Hong Kong Stock Code: 00967

NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as used in the circular dated 19 October 2011 issued by Sound Global Ltd.

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of **SOUND GLOBAL LTD.** (the “**Company**”) will be held at 20 Pasir Panjang Road, Mapletree Business City, Multi-purpose Hall, Meeting Room 2, Singapore 117439, on 11 November 2011 at 3:00 p.m. for the purpose of considering, and if thought fit, passing the following resolutions, as ordinary resolutions, with or without modifications:

ORDINARY RESOLUTIONS

“**THAT**

- (a) the warrant agreement (the “**Warrant Agreement**”) dated 20 September 2011 and entered into between the Company as issuer and International Finance Corporation as subscriber (the “**Subscriber**”) in relation to the issue to the Subscriber of 28,154,545 warrants (the “**Warrants**”) and such additional Warrants as may be required to be issued pursuant to the terms and conditions of the Warrant Agreement, each Warrant, subject to the provisions of the Warrant Agreement and the terms and conditions therein, entitling the holder(s) thereof to subscribe for one (1) of the new shares which are to be issued upon exercise of Warrants (the “**Warrant Shares**”) of the Company at the initial exercise price of S\$1.10 (subject to adjustments) per Warrant Share during the exercise period in accordance with the Warrant Agreement (a copy of which is produced to the meeting marked “A” and signed by the Chairman of the meeting for the purpose of identification), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the issue of the Warrants in accordance with the terms and conditions of the Warrant Agreement and the transactions contemplated thereunder be and is hereby approved;

- (c) conditional upon, among others, The Stock Exchange of Hong Kong Limited and Singapore Exchange Securities Trading Limited respectively granting the listing of, and permission to deal in, the Warrant Shares which may fall to be allotted and issued upon the exercise of the subscription rights attaching to the Warrants, the allotment and issue of the Warrant Shares to the relevant holder(s) of the Warrant(s) be and is hereby approved; and
- (d) any one director of the Company be and is hereby authorised to do all such things and acts as he/she may in his/her discretion consider as necessary, expedient or desirable for the purpose of or in connection with the implementation of the Warrant Agreement and the transactions contemplated thereunder, including but not limited to the execution all such documents under seal where applicable, as he/she considers necessary or expedient in his/her opinion to implement and/or give effect to the issue of the Warrants, and the allotment and issue of Warrant Share(s) of which may fall to be issued upon exercise of the subscription rights attached to the Warrants.”

By order of the Board
Sound Global Ltd.
Wen Yibo
Chairman

Singapore, 19 October 2011

NOTES:

1. A member of the Company entitled to attend and vote at the extraordinary general meeting is entitled to appoint more than one proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.
2. If the appointor is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.
3. The instrument appointing a proxy must be deposited at the registered office of the Company at 1 Robinson Road, #17-00 AIA Tower, Singapore 048542 (for Singapore shareholders), or at the office of the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (for Hong Kong shareholders), not less than 48 hours before the time appointed for the Extraordinary General Meeting or any adjournment thereof.

As of the date of this announcement, the executive Directors are Wen Yibo, Wang Kai, Luo Liyang and Jiang Anping; and the independent non-executive Directors are Fu Tao, Seow Han Chiang Winston and Wong See Meng.

* *For identification purposes only*