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GLOBAL DIGITAL CREATIONS HOLDINGS LIMITED

環球數碼創意控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 8271)

Notice of Special General Meeting

NOTICE IS HEREBY GIVEN that a special general meeting of Global Digital Creations Holdings Limited (the "Company") will be held at JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Tuesday, 30 October 2007 at 10:30 a.m. for the purpose of considering, and, if thought fit, passing the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

(1) **"THAT**

- (a) the agreement (the "**Agreement**") dated 14 August 2007 entered into between Shougang Holding (Hong Kong) Limited ("**Shougang Holding**") and GDC Holdings Limited ("**GDC Holdings**"), a wholly-owned subsidiary of the Company, a copy of which is tabled at the meeting and marked "A" and initialed by the chairman of the meeting for identification purpose, pursuant to which, GDC Holdings has agreed to acquire and Shougang Holding has agreed to sell its 100% interest in Shougang GDC Media Holding Limited at a consideration of HK\$42,000,000 on the terms and conditions of the Agreement (the "**Acquisition**"), be and is hereby approved, ratified and confirmed; and
- (b) any one director, or any two directors, if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Agreement and/or the Acquisition."

(2) **"THAT**

- (a) the grant of options (the "**GDC Tech Options**") under the share option scheme of GDC Technology Limited ("**GDC Technology**"), a non wholly-owned subsidiary of the Company, to Ms. Lu Yi, Gloria, an executive director of the Company, which would entitle her to subscribe for 12,000,000 shares of HK\$0.10 each in the share capital of GDC Technology, be and is hereby confirmed and approved; and

- (b) any one director of the Company be and is hereby authorized to do all such acts and/or execute all such documents as may be necessary to give full effect to the grant and exercise of the GDC Tech Options to Ms. Lu Yi, Gloria.”

By order of the Board of
Global Digital Creations Holdings Limited
Cao Zhong
Chairman

11 October 2007

Note: In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must be delivered to the office of the Hong Kong branch share registrars and transfer office of the Company, Tricor Standard Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting thereof (as the case may be).

As at the date of this announcement, the board of directors of the Company comprises Mr. Cao Zhong (Chairman), Mr. Chen Zheng (Managing Director), Mr. Jin Guo Ping (Deputy Managing Director), Dr. Xu Qing, Catherine (Deputy Managing Director), Ms. Lu Yi, Gloria (Deputy Managing Director), Mr. Leung Shun Sang, Tony (Non-executive Director), Mr. Kwong Che Keung, Gordon (Independent Non-executive Director), Professor Bu Fan Xiao (Independent Non-executive Director) and Mr. Hui Hung, Stephen (Independent Non-executive Director).

This announcement, for which the directors (the “Directors”) of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting and at the Company’s website at www.gdc-world.com.

* For identification purpose only