



CHINAINFO HOLDINGS LIMITED

神州資訊控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8206)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of the shareholders of Chinainfo Holdings Limited (the “**Company**”) will be held at the Meeting Room, Units 2115–2116, 21/F., China Merchants Tower, Shun Tak Centre, 168–200 Connaught Road Central, Hong Kong on Wednesday, 3 January 2007 at 11:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as special resolutions of the Company:

SPECIAL RESOLUTIONS

1. “**THAT** the name of the Company be and is hereby changed from “Chinainfo Holdings Limited” to “China Cyber Port (International) Company Limited”, with the Chinese name “神州奧美網絡（國際）有限公司” adopted for identification purpose only.
2. “**THAT**, subject to the passing of the special resolution no. 1 set out in the notice convening this meeting:
 - (i) the memorandum of association of the Company be and is hereby amended by deleting paragraph 1 in its entirety and substituting therefore the following paragraph:

“The name of the Company is **China Cyber Port (International) Company Limited.**”
 - (ii) the articles of association (the “**Article**”) of the Company be and is hereby amended by deleting the existing definition of “the Company” in Article 2 and substituting therefor the following new definition of “the Company”:

“**the Company**

“the Company” or “this Company” shall mean **China Cyber Port (International) Company Limited;**”

* For identification purpose only

3. “**THAT** the Article 81 of the Articles of Association and is hereby amended by deleting the existing Article 81 in its entirety and substituting therefor the following new Article 81:

“81. Subject to any special rights, privileges or restrictions as to voting for the time being attached to any class or classes of shares, at any general meeting on a show of hands every members who is present in person (or, in the case of a member being a corporation by its duly authorised representative) or by proxy shall have one vote, and on a poll every member present in person (or, in the case of a member being a corporation, by its duly authorised representative) or by proxy shall have one vote for each share registered in his name in the register. On a poll a member entitled to more than one vote is under no obligation to cast all his votes in the same way.”

By order of the Board
Chinainfo Holdings Limited
He Chenguang
Chairman

Hong Kong, 11 December 2006

Registered office:
P.O. Box 309
Ugland House
South Church Street
Grand Cayman
Cayman Islands

*Head office and principal place of
business in Hong Kong:*
Units 2115–2116, 21/F.
China Merchants Tower
Shun Tak Centre
168–200 Connaught Road Central
Hong Kong

Notes:

1. A member entitled to attend and vote at the EGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the Articles, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A form of proxy for use at the EGM can be downloaded on the GEM website at <http://www.hkgem.com>. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he so wish.
3. In the case of joint holders of shares, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
4. The memorandum and articles of association of the Company are written in English. There is no official Chinese translation in respect thereof. Therefore, the Chinese version of proposed resolution nos. 2 and 3 above on amendments of the memorandum and articles of association of the Company is purely a translation only. Should there be any discrepancy, the English version shall prevail.

As at the date of this announcement, the executive Directors are Mr. He Chenguang, Mr. Xiao Haiping, Mr. Zhang Peng and Ms. Zhang Jialin, and the independent non-executive Directors are Mr. Yip Tai Him and Dr. Lam Lee G.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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 page of “Latest Company Announcements” on the GEM website for at least 7 days from the date of its posting and on the website of the Group at www.hk6.com.