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SOUNDWILL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 878)

RESULTS OF THE SPECIAL GENERAL MEETING LOAN CAPITALISATION CONNECTED TRANSACTION

The Company is pleased to announce that the ordinary resolutions set out in the notice of the SGM contained in the Circular were duly passed at the SGM held today.

The Loan Capitalisation is expected to be completed on or before 10th May 2004.

Reference is made to the announcement dated 18th March 2004 and the circular dated 16th April 2004 (the "Circular") of the Company containing information on, inter alia, the Loan Capitalisation Agreement. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE SGM

The Company is pleased to announce that all resolutions set out in the notice of the SGM contained in the Circular were duly passed at the SGM held today. Standard Registrars Limited, Hong Kong branch share registrar of the Company, was appointed as scrutineer in the SGM. All resolutions were voted by way of a poll of the Independent Shareholders.

Ko Bee and its associates (as defined under the Listing Rules), who are interested in approximately 60.40% of the issued capital of the Company immediately before the completion of the Loan Capitalisation, abstained from voting on all the resolutions proposed at the SGM.

The Independent Shareholders holding in aggregate 7,105,056 shares, representing about 8.43% of the existing issued share capital of the Company, were present and voting in person or by proxy and were entitled to vote for or against all resolutions at the SGM. The voting results are as follows:

	For		Against	
	<i>No. of Shares</i>	<i>%</i>	<i>No. of Shares</i>	<i>%</i>
Approval of Loan Capitalisation Agreement	7,105,056	100	Nil	Nil
Authorisation to Directors to allot, issue and deal with additional shares under the Loan Capitalisation Agreement	7,105,056	100	Nil	Nil

The Loan Capitalisation is expected to be completed on or before 10th May 2004.

As at the date of this announcement, the Board comprises of (1) Executive Directors : Foo Kam Chu, Grace, Chan Wai Ling, Tse Chun Kong, Thomas, Kwan Chai Ming; (2) Non-Executive Directors : Liu Hanbo, Meng Qinghui; and (3) Independent Non-Executive Directors: Wong Tak Leung, Charles and Yuen Hing Man.

By Order of the Board of
SOUNDWILL HOLDINGS IMITED
Kwan Chai Ming
Executive Director

Hong Kong, 5th May 2004

*Please also refer to the published version of this announcement in the (**The Standard**)*