



M DREAM INWORLD LIMITED

聯夢活力世界有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8100)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of M Dream Inworld Limited (the “**Company**”) will be held at Phoenix Room, The Charterhouse Hotel, 209-219 Wanchai Road, Hong Kong on 9 March 2009 at 10:30 a.m. for the purpose of considering and, if thought fit, passing the following resolution with or without amendments as an ordinary resolution:

ORDINARY RESOLUTION

“THAT

- (a) the framework agreement (the “**Framework Agreement**”) dated 2 February 2009 entered into between 廣泰益昌(北京)科技有限公司 and 鴻源控股有限公司 in relation to purchases of display equipments, components and display technology, a copy of which is produced to the Meeting marked “A” and initialed by the Chairman of the Meeting for the purpose of identification, and the terms and the continuing connected transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the proposed caps in relation to the transactions contemplated under the Framework Agreement for the period from the effective date of the Framework Agreement to 31 December 2009, for the two years ending 31 December 2010 and 2011, being HK\$97 million, HK\$126 million and HK\$149 million respectively, be and are hereby approved, confirmed and ratified; and
- (c) any executive director of the Company be and is hereby authorised to do all such things and acts as he/she considers as necessary, expedient or desirable for the purpose of or in connection with the implementation of the Framework Agreement and the continuing connected transactions contemplated thereunder.”

By order of the Board
M Dream Inworld Limited
Yu Shu Kuen
Chairman

Hong Kong, 18 February 2009

Registered office:
P.O. Box 309, Uglan House
South Church Street
George Town
Grand Cayman, Cayman Islands
British West Indies

*Head office and principal place of
business in Hong Kong:*
Room 909, 9th Floor, Harbour Centre
25 Harbour Road
Wanchai
Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy can vote on a poll. A proxy need not be a member of the Company.
2. 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 notarially certified copy of such power or authority, at the offices of the Company's branch share registrar in Hong Kong, Tricor Tengis 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 adjournment thereof.
3. Completion and return of a form of proxy will not preclude a member from attending and voting in person at the above Meeting or any adjournment thereof, should he so wish.