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Media Partners International Holdings Inc.

媒體伯樂集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 8072

**APPROVAL OF ONGOING CONNECTED TRANSACTIONS
AT THE ANNUAL GENERAL MEETING**

The Board is pleased to announce that the ordinary resolution relating to the Ongoing Connected Transactions between Chengdu MPI Public Transport Advertising Co. Ltd., a subsidiary of the Group (“Chengdu MPI”) and 成都運興公交有限公司 (“Bus JV”) and the relevant Annual Cap of HK\$29,000,000 for the year ended 31st December, 2004 for advertising agency and management services provided by Chengdu MPI to the Bus JV relating to the Ongoing Connected Transactions during the said year was duly passed by the independent shareholders of the Company by way of poll at the annual general meeting held on 30th April, 2004.

Reference is made to the announcement of Media Partners International Holdings Inc. (“Company”) dated 7th June, 2002, (the “Announcement”) and the circular of the Company dated 26th June, 2002 (the “Circular”). Unless otherwise defined herein, terms used herein shall have the same meanings as those defined in the Announcement and the Circular.

The Board is pleased to announce that the ordinary resolution in respect of the Ongoing Connected Transactions and the relevant Annual Cap of HK\$29,000,000 for the year ended 31st December, 2004 was duly approved by the independent shareholders of the Company by way of poll at the annual general meeting held today.

The existing issued share capital of the Company is 853,800,000 shares, with the total number of shares entitling the holder to attend and vote for or against the resolution at the said meeting being 30,784,000 shares. In view of the interests of Morningside CyberVentures Holdings Limited (“MSCV”) in the Ongoing Connected Transactions, MSCV which controls or is entitled to exercise control over 626,550,000 shares representing approximately 73.38% of the existing issued share capital of the Company, abstained from voting on the related ordinary resolution at the annual general meeting of the Company.

The Company's share registrar, Tengis Limited of Ground Floor, Bank of East Asia Centre, 56 Gloucester Road, Wanchai, Hong Kong was appointed as the scrutineer for the purpose of vote-taking. The poll results in respect of the ordinary resolution passed at the annual general meeting of the Company were as follows:-

Resolution	No. of Votes (%)	
	For	Against
To approve, ratify and confirm the ongoing connected transactions as contemplated under the advertising agency agreement entered between 成都媒體伯樂公交廣告有限公司 (“Chengdu MPI Public Transport Advertising Co. Ltd.”), a subsidiary of the Group and 成都運興公交有限公司 (“Bus JV”) dated 31 st May, 2002 relating to the provision of advertising agency and management services to the Bus JV and the caps (referred to the Company's circular dated 26 th June, 2002) and authorise any one director of the Company to do all acts and things which directors of the Company consider necessary and expedient for the implementation of and giving effect to the advertising agency agreement provided that the aggregate consideration payable thereunder in the financial year ending 31 st December, 2004 will not exceed HK\$29,000,000.	30,784,000 (100%)	Nil (0%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution of the Company.		

By Order of the Board
Law Cheuk Kin, Stephen
Company Secretary

Hong Kong, 30th April, 2004

**For identification purpose only*

As at the date hereof, the executive directors of the Company are Mr. George Ka Ki Chang, Ms. Winnie Pik Shan To and Mr. Tony Cheung Kin Au-Yeung; the non-executive director is Mr. Gerald Lokchung Chan; the independent non-executive directors are Mr. Meocre Kwok Wing Li and Mr. Paul Laurence Saffo.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquires, 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.

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