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JCDecaux Pearl & Dean 德高 貝登



JCDECAUX PEARL & DEAN LTD

(incorporated in Hong Kong with limited liability)

MEDIA PARTNERS INTERNATIONAL HOLDINGS INC.

(incorporated in the Cayman Islands with limited liability) (Stock Code: 8072)

Financial adviser to the Offeror



CLSA Equity Capital Markets Limited

JOINT ANNOUNCEMENT
EXTENSION OF TIME FOR FULFILMENT OF
CONDITION UNDER THE AGREEMENT
AND

POSSIBLE MANDATORY CASH OFFER BY CLSA LIMITED

ON BEHALF OF JCDECAUX PEARL & DEAN LTD.
TO ACQUIRE ALL THE ISSUED SHARES AND FOR THE CANCELLATION
OF OUTSTANDING OPTIONS IN
MEDIA PARTNERS INTERNATIONAL HOLDINGS INC.

OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY THE OFFEROR OR PARTIES ACTING IN CONCERT WITH IT

Reference is made to the joint announcement dated 20 September 2005 ("Announcement") issued by the Company and the Offeror in relation to the possible mandatory cash offer by CLSA Limited on behalf of the Offeror to acquire all the issued shares and for the cancellation of Outstanding Options in the Company other than those already owned or agreed to be acquired by the Offeror or parties acting in concert with it.

Pursuant to an extension letter made between the Vendor and the Offeror on 20 October 2005, the date for fulfilling the condition set out in the Agreement as mentioned in the Announcement has been extended from 20 October 2005 to 24 October 2005.

Shareholders and prospective investors should exercise extreme caution in dealing in the Shares.

Reference is made to the joint announcement dated 20 September 2005 ("Announcement") issued by the Company and the Offeror in relation to the possible mandatory cash offer by CLSA Limited on behalf of the Offeror to acquire all the issued shares and for the cancellation of Outstanding Options in the Company other than those already owned or agreed to be acquired by the Offeror or parties acting in concert with it. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Announcement.

Pursuant to an extension letter made between the Vendor and the Offeror on 20 October 2005, the date for fulfilling the condition set out in the Agreement as mentioned in the Announcement has been extended from 20 October 2005 to 24 October 2005, to facilitate the Offeror to complete its due diligence review of the Group.

As mentioned in the Announcement, the Vendor has undertaken to the Offeror that during the period commencing from 15 September 2005 up to and including 20 October 2005, it will not be directly or indirectly in discussion or negotiation with any person except the Offeror for the sale of any of the Sale Shares or the business of the Group. The parties have agreed to extend the expiry date of such period from 20 October 2005 to 24 October 2005.

Save as disclosed herein, all the terms and conditions of the Agreement shall remain in full force and effect. Further announcement will be made in connection with the completion of the Agreement.

An application will be made by the Offeror under Rule 8.2 of the Code to extend the time limit for the despatch of the Offer Document to within seven days from the date of fulfilment of the condition precedent of the Agreement (in any event the latest date for despatch shall not be later than 7 November 2005).

Shareholders and prospective investors should exercise extreme caution in dealing in the Shares.

By Order of the Board of Directors of JCDECAUX PEARL & DEAN LTD Jean-Michel Geffroy

By Order of the Board of Directors of **MEDIA PARTNERS INTERNATIONAL HOLDINGS INC.**

Stephen Cheuk Kin Law

Director

Company Secretary

Hong Kong, 20 October 2005

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of information (other than that relating to the Group) contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, the opinions expressed in this announcement have been arrived at after due and careful consideration and that there are no other facts not contained in this announcement, the omission of which would make any statement in the announcement misleading.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Offeror) contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, the opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date hereof, the board of directors of the Company comprises:

Executive Directors

Mr. George Ka Ki Chang

Ms. Winnie Pik Shan To

Mr. Tony Cheung Kin Au-Yeung

Non-executive Director

Mr. Gerald Lokchung Chan

Independent Non-executive Directors

Mr. Francis Wen-hou Chen

Mr. Philip Tit Hon Hung

Mr. Meocre Kwok Wing Li

Mr. Paul Laurence Saffo

As at the date hereof, the board of directors of the Offeror comprises:

Mr. Jean-Michel Geffroy

Mr. David Bourg

Mr. Stephen Wong

This announcement will remain on the "Latest Company Announcements" page of the GEM website for at least 7 days from the date of its posting.