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JESSICA PUBLICATIONS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8137)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Jessica Publications Limited (the “**Company**”) will be held at 28th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong on 12 October 2007 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) the subscription agreement, a copy of which has been produced to the EGM marked “**A**” and initialed by the chairman of the EGM for the purpose of identification, entered into on 16 August 2007 between the Company and Hong Bridge Capital Limited (the “**Subscription Agreement**”), in relation to the subscription of (i) 2,900 million new ordinary shares of HK\$0.001 each in the share capital of the Company (the “**Shares**”) (the “**Subscription Shares**”) at the subscription price of HK\$0.007 per Subscription Share and (ii) the convertible notes to be issued by the Company with an aggregate principal amount of HK\$14.7 million (the “**Convertible Notes**”) with an initial conversion price of initially HK\$0.007 per new Shares which shall fall to be allotted and issued by the Company upon the exercise in full of the conversion rights attaching to the Convertible Notes (subject to adjustment) (the “**Conversion Shares**”), and all transactions contemplated thereunder, details of which are set out in the announcement of the Company dated 20 August 2007 and the circular of the Company dated 14 September 2007 be approved, confirmed and ratified;
- (b) subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting approval for the listing of, and permission to deal in, the Subscription Shares, the Subscription Shares be approved, allotted and issued;
- (c) the issue of the Convertible Notes, a copy of the Convertible Notes incorporating their terms and conditions has been produced to the EGM marked “**B**” and initialed by the chairman of the EGM for the purpose of identification be approved;

- (d) subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting approval for the listing of, and permission to deal in, the Convertible Shares, the issue of the Convertible Shares which shall fall to be allotted and issued by the Company upon the exercise in full of the conversion rights attaching to the Convertible Notes (subject to adjustment) and to allot and issue to the holders of the Convertible Notes such number of Conversion Shares as are issuable from time to time upon the exercise of the conversion rights attaching to the Convertible Notes in accordance with the terms and conditions of the Convertible Notes be approved; and
- (e) any director of the Company (the “**Director**”), or any two Directors or any one Director and the company secretary of the Company if the affixation of the common seal of the Company is necessary, for and on behalf of the Company be authorized to sign, seal, execute, perfect or deliver the Subscription Agreement or to do all such further documents or supplemental agreements or deeds and do all such things and acts as he/she may consider necessary, desirable or expedient and in the interest of the Company for the purpose of implementing and effecting the terms of the Subscription Agreement and the exercise or enforcement of any of the Company’s rights under the Subscription Agreement including, inter alia, upon the Subscription Agreement becoming unconditional, the authority to complete the transactions contemplated by the Subscription Agreement and/or to procure completion of the same and to make and agree with such changes in the terms of the Subscription Agreement as any such director may in his/her discretion consider necessary, desirable or expedient or in the interest of the Company or otherwise in connection with all transactions contemplated under the Subscription Agreement or any matter incidental thereto.”

2. “**THAT:**

- (a) the Disposal Agreement, a copy of which has been produced to the EGM marked “**C**” and initialed by the chairman of the EGM for the purpose of identification, entered into on 16 August 2007 between Great Ready Assets Limited (a wholly-owned subsidiary of the Company) and Win Gain Investments Limited (the “**Disposal Agreement**”) in relation to the disposal of the entire issued share capital of Jessica Publications (BVI) Limited (an indirect wholly-owned subsidiary of the Company), and all transactions contemplated thereunder, details of which are set out in the announcement of the Company dated 20 August 2007 and the circular of the Company dated 14 September 2007 be approved, confirmed and ratified; and
- (b) any director of the Company (the “**Director**”), or any two Directors or any one Director and the company secretary of the Company if the affixation of the common seal of the Company is necessary, for and on behalf of the Company be authorized to sign, seal, execute, perfect or deliver the Disposal Agreement or to do all such further documents or supplemental agreements or deeds and do all such things and acts as he/she may consider necessary, desirable or expedient and in the interest of the Company for the purpose of implementing and effecting the terms of the Disposal Agreement and the exercise or enforcement of any of the Company’s rights

under the Disposal Agreement including, inter alia, upon the Disposal Agreement becoming unconditional, the authority to complete the transactions contemplated by the Disposal Agreement and/or to procure completion of the same and to make and agree with such changes in the terms of the Disposal Agreement as any such director may in his/her discretion consider necessary, desirable or expedient or in the interest of the Company or otherwise in connection with all transactions contemplated under the Disposal Agreement or any matter incidental thereto.”

3. **“THAT** the waiver granted or to be granted by the executive director of the Corporate Finance Division of the Hong Kong Securities and Futures Commission (or any delegate of such executive director) in accordance with Note 1 on Dispensations from Rule 26 of the Hong Kong Code on Takeovers and Mergers in respect of the obligations of Hong Bridge Capital Limited (the **“Subscriber”**) and any parties acting in concert with it to make a mandatory offer to shareholders of the Company for all issued shares of the Company not already owned or agreed to be acquired or subscribed by the Subscriber and any parties acting in concert with it and an appropriate cancellation offer in respect of all outstanding options of the Company as a result of the issue of the subscription shares and conversion shares pursuant to the exercise of the conversion rights attaching to the convertible notes of the Company (as set out in the circular of the Company dated 14 September 2007) be and is hereby approved.”

4. **“THAT:**
 - (a) subject to and conditional upon the Listing Committee of The Stock Exchange of Hong Kong Limited granting approval for the listing of, and permission to deal in, the ordinary shares of HK\$0.001 each in the share capital of the Company to be issued pursuant to the exercise of share options which may be granted under the Scheme Mandate Limit (as defined below), the refreshment of the limit in respect of the granting of share options under the share option scheme adopted by the Company pursuant to a resolution passed on 20 December 2001 which became effective on 8 January 2002 and all other share option scheme(s) up to 10% of the number of Shares in issue at the date of the passing of this resolution (the **“Scheme Mandate Limit”**) be approved; and
 - (b) any director of the Company be and is hereby authorised to do all such acts and execute all such documents to effect the Scheme Mandate Limit.”

SPECIAL RESOLUTION

- 5 **“THAT:**
 - (a) subject to completion of the subscription agreement entered into on 16 August 2007 between the Company and Hong Bridge Capital Limited, the name of the Company be changed from “Jessica Publications Limited” to “Honbridge Holdings Limited 洪橋集團有限公司”; and

- (b) any one director of the Company be and is hereby authorised generally to do all such acts and things and execute all documents or make such arrangements as he or she may consider necessary or expedient to effect the change of the Company's name."

By order of the Board
Pang Woon Chang
Company Secretary

Hong Kong, 14 September 2007

Principal Place of Business in Hong Kong:

Unit C, 3rd Floor
Wah Shing Centre
5 Fung Yip Street
Chai Wan
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
2. In order to be valid, a proxy form and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's share registrar, Union Registrars Limited at Room 1803, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof. Completion and return of the proxy form will not preclude any member from attending and voting in person at the meeting or any adjourned meeting should he so wishes.
3. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.

As at the date of this announcement, the Board comprises (1) Mr. Ng Hung Sang and Mr. Ng Yuk Fung, Peter as executive Directors; (2) Ms. Ng Yuk Mui, Jessica as a non-executive Director; and (3) Mr. So Siu Ming, George, Ms. Pong Oi Lan, Scarlett and Mr. Cheng Yuk Wo as independent non-executive Directors.

The announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:– (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) 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.

The Directors accepts full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in the announcement have been arrived at after due and careful consideration and there are no other facts not contained in the information, the omission of which would make any statement in this announcement misleading.

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