

# **NEXTmedia**

## **NEXT MEDIA LIMITED**

*(Incorporated in Hong Kong with limited liability)*  
**(Stock code: 282)**

### **CONVERSION OF PREFERENCE SHARES**

Mr. Lai converted 920,000,000 Preference Shares into 920,000,000 New Shares at the conversion price of HK\$1.75 per New Share today.

The Conversion increases Mr. Lai's shareholding in the Company from approximately 57.86% of the issued Ordinary Share capital of the Company immediately before the Conversion to approximately 73.93% of the issued Ordinary Share capital of the Company as enlarged by the Conversion. All the Preference Shares issued by the Company to Mr. Lai have now been fully converted. Based on the information available to the board of directors of the Company, following the Conversion and as at the date of this announcement, approximately 25.25% of the Company's total issued Ordinary Share capital is held by the public.

#### **The Conversion**

Reference is made to the circular dated 28 September 2001 issued by Next Media Limited (the "Company") in relation to, inter alia, the acquisition by the Company of the entire issued share capital of Database Gateway Limited (the "Acquisition"). As part of the consideration for the Acquisition, 1,160,000,000 2% convertible non-voting non-cumulative preference shares ("Preference Shares") of HK\$1.75 each in the capital of the Company were issued to Mr. Lai Chee Ying, Jimmy ("Mr. Lai"), the controlling shareholder and a director of the Company, on 26 October 2001.

On 10 July 2003, 240,000,000 Preference Shares were converted into 240,000,000 ordinary shares of par value HK\$1.00 each in the capital of the Company ("Ordinary Shares") by Mr. Lai at a conversion price of HK\$1.75 ("Conversion Price") per Ordinary Share.

Mr. Lai converted the remaining 920,000,000 Preference Shares into 920,000,000 new Ordinary Shares ("New Shares") at the Conversion Price today (the "Conversion").

The New Shares, representing approximately 61.67% of the existing issued Ordinary Share capital of the Company, were issued pursuant to the authority granted by the shareholders of the Company at the extraordinary general meeting held on 22 October 2001. As a result of the Conversion, the total number of issued Ordinary Shares has increased to 2,411,828,881, and Mr. Lai's shareholding in the Company has increased from approximately 57.86% of the issued Ordinary Share capital of the Company immediately before the Conversion to approximately 73.93% of the issued Ordinary Share capital of the Company as enlarged by the Conversion. All the Preference Shares issued by the Company to Mr. Lai have now been fully converted. Based on the available information to the board of directors of the Company, following the Conversion and as at the date of this announcement, approximately 25.25% of the Company's total issued Ordinary Share capital is held by the public.

#### **General**

Approval was granted by the Listing Committee of The Stock Exchange of Hong Kong Limited on 24 October 2001 for the listing of and permission to deal in the New Shares. Dealings in the New Shares are expected to commence on 6 October 2006.

By Order of the Board  
**Cat Wong**  
*Company Secretary*

Hong Kong, 5 October 2006

*As at the date of this announcement, the Executive Directors of the Company are Mr. Lai Chee Ying, Jimmy, Mr. Ting Ka Yu, Stephen, Mr. Ip Yut Kin and Mr. Tung Chuen Cheuk and the Independent Non-executive Directors of the Company are Mr. Yeh V-Nee, Mr. Fok Kwong Hang, Terry and Dr. Kao Kuen, Charles.*