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ABC COMMUNICATIONS (HOLDINGS) LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 30)

RESIGNATION OF DIRECTORS, CHANGE OF AUTHORIZED REPRESENTATIVE AND ANNOUNCEMENT PURSUANT TO RULES 3.11 AND 3.23 OF THE LISTING RULES

The Board announces that, with effect from 5 June 2009:

- (1) Mr. Jing Zhanbin has resigned as an executive director and an authorized representative of the Company;
- (2) Mr. Anthony Michael Bough has resigned as an independent non-executive director, member of audit committee and remuneration committee of the Company;
- (3) Mr. Ye Zhiqiang has resigned as an independent non-executive director, member of audit committee and remuneration committee of the Company; and
- (4) Mr. Chen Jiasong has been appointed as an authorized representative of the Company.

The board of directors (the “**Board**”) of ABC Communications (Holdings) Limited (the “**Company**”) hereby announces that, with effect from 5 June 2009:

RESIGNATION OF DIRECTORS

Mr. Jing Zhanbin (“**Mr. Jing**”) has resigned as an executive director and an authorized representative of the Company due to his other business engagement which requires more of his attention.

Mr. Anthony Michael Bough (“**Mr. Bough**”) has resigned as an independent non-executive director of the Company due to his other business engagement which requires more of his attention. Accordingly, he has also ceased to be a member of the audit committee and the remuneration Committee of the Company on the same date.

Mr. Ye Zhiqiang (“**Mr. Ye**”) has resigned as an independent non-executive director of the Company due to his other business engagement which requires more of his attention. Accordingly, he has also ceased to be a member of the audit committee and the remuneration Committee of the Company on the same date.

Each of Mr. Jing, Mr Bough and Mr. Ye has confirmed that there is no disagreement between the Board and themselves and there are no matters which need to be brought to the attention of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company in relation to their resignation.

The Board would like to take this opportunity to thank Mr. Jing, Mr. Bough and Mr. Ye for their valuable contributions to the Company during their tenure of services.

RULES 3.11 AND 3.23 OF THE LISTING RULES

Following the resignation of Mr. Bough and Mr. Ye, the Company has only one independent non-executive director and one audit committee member, the number of which falls below the minimum number required under rules 3.10(1) and 3.21 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The Board is currently identifying suitable candidate to fill the vacancy and will ensure that additional independent non-executive directors will be appointed as soon as practicable within three months after the date of this announcement. Further announcement will be made by the Company in relation to such appointments as and when appropriate.

APPOINTMENT OF AUTHORIZED REPRESENTATIVE

The Board hereby also announces that Mr. Chen Jiasong, an executive director and the Chairman of the Board, has been appointed as an authorized representative of the Company as required under rule 3.05 of the Listing Rules with effect from 5 June 2009.

By order of the Board
ABC Communications (Holdings) Limited
Cheung Wai Shing
Executive Director

Hong Kong, 5 June 2009

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

Executive Directors:

Mr. Wang Sen Hao (*Honorable Chairman*)

Mr. Chen Jiasong (*Chairman*)

Mr. Wang Zhi Gang

Mr. Cheung Wai Shing

Independent Non-Executive Director:

Mr. Tsang Kwok Wai