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SinoMedia[®]

SINOMEDIA HOLDING LIMITED

中視金橋國際傳媒控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 623)

RE-DESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of SinoMedia Holding Limited (the “**Company**”) announces that Mr. He Hui David (“**Mr. He**”) has been re-designated from a non-executive Director to an independent non-executive Director (the “**Re-designation**”) with effect from 20 November 2015.

Mr. He, aged 54, has been appointed as a non-executive Director in August 2011. He is currently a Partner and Managing Director of PAG Asia Capital and the Head of the Operation Group. Before joining PAG Asia Capital in 2015, he had been an Operating Partner of Bain Capital Asia, LLC. He has more than 20 years of experience in engineering, sales and marketing and general business management in the United States and Asia. Mr. He had spent over 13 years with General Electric (GE) in various capacities. Mr. He received his Ph.D. degree in Physics from the University of Michigan in Ann Arbor, the United States. He obtained a Master degree in Business Administration from Kellogg School of Business at the Northwestern University in the United States and was a graduate of the Peking University in China.

Mr. He does not at present, and did not in the past three years, hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas. Save as disclosed above, Mr. He does not have any relationship with any other Directors, senior management or any substantial or controlling shareholders (as respectively defined in the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) of the Company nor does he have any interest in the shares of the Company which is required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571) as at the date of this announcement.

Following the Re-designation, the service contract which had been entered into between Mr. He and the Company on 25 August 2011 in relation to the appointment of Mr. He as a non-executive Director was terminated by mutual agreement without compensation. Mr. He has entered into a letter of appointment with the Company in relation to the Re-designation. Mr. He is appointed for a specific term commencing from 20 November 2015 to the close of the annual general meeting of the Company to be held in 2017, subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Company’s articles of association. He would not be entitled to any remuneration for directorship except for reimbursement of expenses arising from his performance of duties of the position.

In view of the above and having regard that Mr. He did not perform any executive role or management function in the Company or its holding company or any of their respective subsidiaries or any core connected persons of the Company before the Re-designation, the Company considers that his previous position as a non-executive Director has no bearing on his independence as an independent non-executive Director, notwithstanding that such previous directorship may technically fall within the independence criterion in Rule 3.13(7) of the Listing Rules among the factors which may affect independence. Accordingly, the Board considers that Mr. He satisfies all of the indicative criteria of independence set out in Rule 3.13 of the Listing Rules and hence is independent.

Save as disclosed above, there is no information which is discloseable nor is/was Mr. He involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and the Board is not aware of any other matters which need to be brought to the attention of the shareholders of the Company in relation to the Re-designation.

On behalf of the Board
SinoMedia Holding Limited
Chen Xin
Chairman

Hong Kong, 20 November 2015

As at the date of this announcement, the Board comprises Mr. Chen Xin, Ms. Liu Jinlan and Mr. Li Zongzhou as executive directors, and Mr. Qi Daqing, Mr. Lian Yuming, Ms. Wang Xin and Mr. He Hui David as independent non-executive directors.