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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)

CONTINUING CONNECTED TRANSACTION

Reference is made to the Xinzhou Lease Agreement disclosed in the prospectus of the Company dated 25 June 2008. On 27 March 2009, CTV Media (Shanghai) entered into an agreement (the “**Agreement**”) in respect of the renewal of the Xinzhou Lease Agreement in relation to certain premises in Beijing, PRC (the “**Premises**”).

Ms. Liu is a director of the Company, and therefore constitutes a connected person of the Company under the Listing Rules. Accordingly, the Agreement between CTV Media (Shanghai) and Ms. Liu constitutes a continuing connected transaction of the Company under the Listing Rules.

As the relevant applicable percentage ratios under Rule 14.07 of Listing Rules in relation to the Agreement are more than 0.1% but less than 2.5% on an annual basis, the Agreement is only subject to the reporting and announcement requirements and is exempt from independent shareholders’ approval requirements set out in Chapter 14A of the Listing Rules.

A. THE AGREEMENT

The particulars of the Agreement are set out below:

1. Date

27 March 2009

2. Parties

(1) CTV Media (Shanghai)

(2) Ms. Liu

3. Premises

An area of approximately 1,330 square meters situated at Xinzhou Commercial Building, 58 Fucheng Road, Haidian District, Beijing.

4. Rent

The daily rent is RMB2.4 per square meter with the annual rental amounting to approximately RMB1,167,300 (equivalent to approximately HK\$1,323,700) and is payable biannually in advance.

The rent chargeable by Ms. Liu is determined with reference to market rent.

5. Term and Termination

The Agreement is for a term of one year from 1 February 2009 to 31 January 2010. It may be terminated by either party prior to the expiry date in case of an event of default by the other party, after giving proper notice for rectification. It may also be terminated by CTV Media (Shanghai) prior to the expiry date with 30 days' notice.

B. HISTORICAL FIGURES

The rent paid by CTV Media (Shanghai) to Ms. Liu under Xinzhou Lease Agreement from 1 February 2008 to 31 January 2009 amounted to RMB1,070,006 (equivalent to approximately HK\$1,213,386).

C. ANNUAL CAP

The Directors have taken into account of the historical figures and expect the annual cap for the year ending 31 December 2009 not to exceed RMB1,167,300 (equivalent to approximately HK\$1,323,700) (the “**Annual Cap**”).

D. REASONS FOR THE TRANSACTION

The Agreement is a renewal of the Xinzhou Lease Agreement (already disclosed in the Company's prospectus dated 25 June 2008) and the Premises have been leased by CTV Media (Shanghai) for office use.

The Board is of the view that the terms and conditions of the Agreement are on normal commercial terms, are fair and reasonable, and in the interests of the Company and the Shareholders as a whole, and that the Agreement was entered after due negotiations and on an arm's length basis in light of the current market conditions. The Directors also believe that the Annual Cap is fair and reasonable.

The independent non-executive Directors consider that the terms and conditions of the Agreement are fair and reasonable and in the interests of the Shareholders as a whole.

E. LISTING RULES IMPLICATIONS

Ms. Liu is a director of the Company, and therefore constitutes a connected person of the Company under the Listing Rules. Accordingly, the Agreement between CTV Media (Shanghai) and Ms. Liu constitutes a continuing connected transaction of the Company under the Listing Rules.

As the relevant applicable percentage ratios under Rule 14.07 of Listing Rules in relation to the Agreement are more than 0.1% but less than 2.5% on an annual basis, the Agreement is only subject to the reporting and announcement requirements and is exempt from independent shareholders' approval requirements set out in Chapter 14A of the Listing Rules.

F. GENERAL

The Company is a company listed on The Stock Exchange of Hong Kong Limited and is principally engaged in media advertising business.

CTV Media (Shanghai) is owned as to 99.7% by the Company. Its principal business is the provision of nationwide TV advertising coverage and campaign planning, and TV advertisement production services for advertisers and advertising agents.

Ms. Liu is a director of the Company.

G. DEFINITIONS

In this announcement, the following expressions shall have the respective meanings set opposite thereto:

“Board”	the board of Directors of the Company
“Company”	SinoMedia Holding Limited (中視金橋國際傳媒控股有限公司), a company incorporated in Hong Kong with limited liability and whose shares are listed on the main board of The Stock Exchange of Hong Kong Limited
“CTV Media (Shanghai)”	CTV Golden Bridge International Media Co., Ltd. (中視金橋國際傳媒有限公司), a sino-foreign equity joint venture enterprise which is owned as to 99.7% by the Company
“Director(s)”	the director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

“Ms. Liu”	Ms. Liu Jinlan (劉矜蘭女士), an executive Director of the Company
“PRC”	the People’s Republic of China
“Shareholder(s)”	registered holder(s) of the shares of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Xinzhou Lease Agreement”	the lease agreement dated 1 February 2008 and entered into between CTV Media (Shanghai) and Ms. Liu in respect of premises situated at Xinzhou Commercial Building, 58 Fucheng Road, Haidian District, Beijing for a term of one year from 1 February 2008 to 31 January 2009
“%”	per cent

For illustrative purposes, amounts in RMB in this announcement have been translated into HK\$ at RMB1=HK\$1.134. No representation is made that any amount in RMB could have been or could be converted at such rate or any other rates.

On behalf of the Board
SinoMedia Holding Limited
Chen Xin
Chairman

Hong Kong, 30 March 2009

Notes:
As at the date of this announcement, the Board comprises Mr. Chen Xin, Ms. Liu Jinlan and Mr. Li Zongzhou as executive directors, Mr. Zhu Jia and Mr. Huang Jingsheng as non-executive directors and Mr. Ding Junjie, Mr. Qi Daqing and Mr. Chen Tianqiao as independent non-executive directors.