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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)**

**APPOINTMENT OF INDEPENDENT  
NON-EXECUTIVE DIRECTOR AND RETIREMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board of the Company announces that with effect from 20 May 2011:

1. Mr. Lian Yuming has been appointed as an independent non-executive director of the Company by the shareholders of the Company at the AGM; and
2. Mr. Chen Tianqiao has ceased to be an independent non-executive Director of the Company upon his retirement by rotation from the Board as he had not offered himself for re-election due to his commitment of other business. Mr. Chen has also ceased to be member of the remuneration committee of the Company.

**CHANGE IN THE COMPOSITION OF THE BOARD**

The board (the “**Board**”) of directors of SinoMedia Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following changes of directorship with effect from 20 May 2011.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Lian Yuming (“**Mr. Lian**”) has been appointed as an independent non-executive director of the Company by the shareholders of the Company at the annual general meeting of the Company held on 20 May 2011 (the “**AGM**”).

Mr. Lian, aged 47, graduated from the Shanxi University (山西大學) in 1987 with a bachelor of laws degree. He currently serves as the President of the International Institute for Urban Development, Beijing (北京國際城市發展研究院), a researcher of the Research Center of National Conditions and Policies of the Party School of the Central Committee of Communist Party of China (中共中央黨校國情國策研究中心), the Chairman of the International Cities Forum Foundation (國際城市論壇基金會) and a committee member of the Expert Consultative

Committee of the Beijing Municipal Government (北京市政府專家諮詢委員會). He has a number of publications including but not limited to the Report on Competitiveness of Chinese Cities (中國城市綜合競爭力報告), the Report on the Living Quality of Chinese Cities (中國城市生活質量報告), the Report on the Brand Value of Chinese Cities (中國城市品牌價值報告), the Report on the Core Problems of the 11th Five-Year Plan of Chinese Cities (中國城市「十一五」核心問題研究報告) and the Report on the Core Problems of the 12th Five-Year Plan of Chinese Cities (中國城市「十二五」核心問題研究報告). Mr. Lian has received various awards from government bodies and communities in recognition of his achievement and contribution to society, including but not limited to the Beijing Municipal Committee of the Chinese People's Political Consultative Conference (政協北京市委員會).

Mr. Lian at present, and did not in the past three years, hold any directorship in any other listed public companies and does not hold any other position with the Company or any other members of the Group.

There is no service contract for his directorship in the Company. He is appointed for a term commencing from 20 May 2011 to the close of the annual general meeting of the Company to be held in 2014. Mr. Lian is entitled to an annual director's fee of HK\$150,000 which is determined by the Board based on the recommendation by the remuneration committee of the Company, with reference to his duties and responsibilities with the Company and the market rate for the position.

Mr. Lian does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance and does not have any relationship with any other directors, senior management or any substantial or controlling shareholders of the Company.

There is no information which is discloseable nor is/was Mr. Lian involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under paragraphs 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and the Board is not aware of any other matters which need to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Lian to the Board.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Chen Tianqiao (“**Mr. Chen**”) has ceased to be an independent non-executive Director of the Company upon his retirement by rotation from the Board as he had not offered himself for re-election at the AGM due to his commitment of other business. Mr. Chen has also ceased to be member of the remuneration committee of the Company.

Mr. Chen confirmed that he has no claims whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise and there is no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company or the Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chen for his valuable contributions to the Company during the past years.

On behalf of the Board  
**SinoMedia Holding Limited**  
**Chen Xin**  
*Chairman*

Hong Kong, 25 May 2011

*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. Lian Yuming as independent non-executive directors.*