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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)

**RESIGNATION AND APPOINTMENT OF
NON-EXECUTIVE DIRECTOR
AND MEMBER OF AUDIT COMMITTEE**

The Board of the Company announces that:

1. Mr. He Hui David has been appointed as a non-executive director and a member of the audit committee of the Company with effect from 25 August 2011; and
2. Mr. Huang Jingsheng has tendered his resignation as a non-executive director of the Company with effect from 25 August 2011. Upon his resignation as a non-executive director, Mr. Huang would cease to be a member of the audit 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 25 August 2011.

**APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND MEMBER OF
THE AUDIT COMMITTEE**

Mr. He Hui David (“Mr. He”) has been appointed as a non-executive director and a member of the audit committee of the Company with effect from 25 August 2011.

Mr. He, aged 50, is currently an executive vice president of Bain Capital Asia, LLC, an affiliate of Bain Capital CTVGB Holding L.P., one of the Company’s substantial shareholders, within the meanings of Part XV of the Securities and Futures Ordinance (Cap 571, Laws of Hong Kong). He has more than 20 years of experience in engineering, sales and marketing and general business management in the United States of America and Asia. Before joining Bain Capital Asia, LLC in February 2007, 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 of America. Mr. He obtained a Master Degree in Business Administration from Kellogg School of Business at the Northwestern University and he was also a graduate of the Peking University in the People's Republic of China.

Save as disclosed herein above, Mr. He does not have any relationship with any other directors, senior management or any substantial or controlling shareholders of the Company. Mr. He is a director of CTV Golden Bridge International Media Company Limited, a non-wholly owned subsidiary of the Company in which the Company holds a 99.7% interests. Apart from the above, Mr. He 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.

A service contract has been entered into between Mr. He and the Company for a term commencing from 25 August 2011 to the close of the annual general meeting of the Company to be held in 2014, but subject to election by the shareholders of the Company at the first general meeting after his appointment. Under such service contract, Mr. He would not be entitled to any remuneration for directorship except for reimbursement of expenses arising from his performance of duties of the position.

Mr. He has been granted options to subscribe for 600,000 ordinary shares of the Company. Apart from the above, Mr. He does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap 571, Laws of Hong Kong).

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 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. He to the Board.

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE

Mr. Huang Jingsheng ("Mr. Huang") has tendered his resignation as a non-executive director of the Company with effect from 25 August 2011. Upon his resignation as a non-executive director, Mr. Huang would cease to be a member of the audit committee of the Company.

Mr. Huang resigned from directorship of the Company because he has resigned from the post of managing director of Bain Capital Asia, LLC, and 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. Huang 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 August 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. He Hui David as non-executive directors and Mr. Ding Junjie, Mr. Qi Daqing and Mr. Lian Yuming as independent non-executive directors.