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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)

EXTENSION OF LONG STOP DATE REGARDING THE MOU

This announcement is made by SinoMedia Holding Limited (the “**Company**”) pursuant to Rule 3.7 of The Hong Kong Code on Takeovers and Mergers, Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 11 June 2015 and 10 July 2015 in relation to a non-legally binding memorandum of understanding (the “**MOU**”) entered into between Golden Bridge International Culture Limited, Merger Holding Service Company Limited, United Marine Enterprise Company Limited, Digital Finance Service Company Limited and Sinomedia Investment Ltd. and an independent third party. Capitalized terms used in this announcement shall have the same meanings as defined in the announcement of the Company dated 11 June 2015 unless the context requires otherwise.

Pursuant to the MOU and as disclosed in the announcement of the Company dated 11 June 2015, the Sellers had undertaken to procure that, during the period from the date of the MOU to the date falling on the 30th business day from the date of the MOU (the “**Long Stop Date**”), the Sellers will not discuss or negotiate with any other party or entity other than the Buyer or its representatives regarding the transactions contemplated under the MOU and the Formal Agreement, or transactions of a similar nature. Based on the MOU, the Long Stop Date will fall on 23 July 2015.

The Company has been informed by the Sellers that as additional time is required for the parties to negotiate on the terms of the Proposed Transaction, the Sellers and the Independent Third Party have agreed to extend the Long Stop Date to 3 September 2015 or such other later date as agreed in writing by the Sellers and the Independent Third Party. Save for the aforesaid change of the Long Stop Date, all other terms of the MOU remain unchanged.

As at the date of this announcement, no formal or legally binding agreement has been entered into between the Sellers and the Independent Third Party in respect of the Proposed Transaction and the structure and terms of the Proposed Transaction has not yet been finalised. Save as aforesaid, the Company is not aware of any material new development in relation to the Proposed Transaction which should be brought to the attention of its shareholders.

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) setting out the progress of the aforesaid discussions will be made until an announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

Shareholders and potential investors of the Company should be aware that the MOU is non-legally binding. The Company shall comply with the relevant disclosure and/or shareholders' approval requirements under the Listing Rules and the Takeovers Code where appropriate. There is no assurance that the Proposed Transaction will materialise or eventually be consummated and the discussions in relation to the Proposed Transaction set out in the MOU may or may not proceed. The Proposed Transaction is subject to, among other things, the signing of the Formal Agreement, the terms and conditions of which are yet to be agreed. The terms of the Proposed Transaction are subject to negotiations between the parties to the MOU. The final structure and terms of the Proposed Transaction, which are still subject to further negotiations between the parties, have yet to be finalised and may deviate from those set out in the MOU. As such, the discussions may or may not lead to a general offer. Shareholders and potential investors of the Company are urged to exercise extreme caution when dealing in the Shares and/or other securities of the Company.

By order of the Board
SinoMedia Holding Limited
CHEN Xin
Chairman

Hong Kong, 20 July 2015

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

All the directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.