

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



BEIJING MEDIA CORPORATION LIMITED

北青傳媒股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1000)

ANNOUNCEMENT

CHANGE IN USE OF PROCEEDS

Reference is made to the prospectus (the “**Prospectus**”) of Beijing Media Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 13 December 2004 relating to initial public offering (“**IPO**”) of the Company on the main board of the Stock Exchange of Hong Kong Limited, the announcement made by the Company dated on 24 June 2011 in relation to the change in use of proceeds, the 2014 interim results announcement made by the Company dated 29 August 2014 and the 2014 interim report made by the Company dated 10 September 2014. The net proceeds received by the Company from the IPO were about HK\$889,086,000¹, of which about HK\$251,041,200 remained unutilized up to date. A breakdown of the utilized and unutilized of net proceeds up to date as set out below:

Proposed use of proceeds	Amounts Proposed	Amount Utilized	Amount Unutilized
Developing a number of topic-focused magazines on personal wealth management, lifestyle and cultural activities	Approximately HK\$23,590,000	Approximately HK\$23,590,000	Nil
Investing in and acquisition of other media business (including but not limited to traditional media and emerging media businesses) and related businesses (including but not limited to the additional investment in the existing businesses of the Group)	Approximately HK\$735,496,000	Approximately HK\$484,454,800	Approximately HK\$251,041,200
General working capital of the Group	Approximately HK\$130,000,000	Approximately HK\$130,000,000	Nil

¹ There is certain discrepancy between the actual net proceeds received by the Company from the IPO and the expected net proceeds to be received by the Company from the IPO as disclosed in the Prospectus.

HK\$251,041,200 of IPO proceeds remains unutilized as at the date of this announcement because relevant projects relating to investing in and acquisition of other media businesses are still under further discussion and negotiation. In order for the Company to strengthen the development of outdoor advertisement billboards business, the Company proposes to change part of the unutilized IPO proceeds to general working capital for the purpose of use in general operating activities such as outdoor advertisement billboards bidding. Therefore, the Board resolved to change the proposed use of the unutilized net proceeds from the IPO as follows:

- (i) approximately HK\$61,041,200, for the purpose of investing in and acquisition of other media businesses (including but not limited to traditional media and emerging media businesses) and related businesses (including but not limited to the additional investment in the existing businesses of the Group); and
- (ii) approximately HK\$190,000,000, for the purpose of use as general working capital of the Group.

The Board is of the view that the proposed change in use of proceeds from the IPO will facilitate the Group to extend its business, broaden its revenue base, enhance the its competitiveness and is in the best interests of the Company and its shareholders as a whole.

By order of the Board
Beijing Media Corporation Limited
Zhang Yanping
Chairman

Beijing, the PRC
24 November 2014

As at the date of this announcement, the Board comprises: the executive directors of the Company, Zhang Yanping, Yu Haibo and He Xiaona, the non-executive directors of the Company, Li Shiheng, Liu Han, Wu Peihua, Li Xiaobing, Wang Lin, Xu Xun and Li Yigeng, and the independent non-executive directors of the Company, Song Jianwu, Cui Baoguo, Wu Tak Lung, Cui Enqing and Chen Ji.

Please also refer to the published version of this announcement on the Company's website at www.bjmedia.com.cn.