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If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in **Beijing Media Corporation Limited**, you should at once hand this circular and the accompanying form of proxy and the reply slip to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

**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)

PROPOSED APPOINTMENT OF DIRECTORS
PROPOSED APPOINTMENT OF SUPERVISOR
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION
AND
NOTICE OF THE ANNUAL GENERAL MEETING

A letter from the Board is set out on pages 3 to 12 of this circular. A notice convening the AGM to be held at 2:30 p.m. on Friday, 30 June 2017 at 21st Floor, Beijing Youth Daily Agency, Building A, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing 100026, the PRC is set out on pages 13 to 16 of this circular.

Whether or not you are able to attend the AGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as practicable and in any event not less than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof, and deposit it with Computershare Hong Kong Investor Services Limited, the H Shares registrar and transfer office of the Company in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM or any adjournment thereof should you so desire.

31 May 2017

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

| | |
|----------------------------|---|
| “AGM” | the 2016 annual general meeting of the Company to be convened at 2:30 p.m. on Friday, 30 June 2017 |
| “Articles of Association” | the articles of association of the Company |
| “Board” | the board of Directors |
| “Company” | Beijing Media Corporation Limited (北青傳媒股份有限公司), a joint stock limited company incorporated under the laws of the PRC and whose H shares are listed and traded on the Hong Kong Stock Exchange |
| “controlling shareholder” | has the meaning ascribed under the Listing Rules |
| “Director(s)” | the director(s) of the Company |
| “Group” | the Company and its subsidiaries |
| “Hong Kong” | Hong Kong Special Administrative Region of the PRC |
| “Hong Kong Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Latest Practicable Date” | 24 May 2017, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein |
| “Listing Rules” | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time) |
| “Parent” or “BYDA” | Beijing Youth Daily Agency (北京青年報社), a wholly state-owned enterprise incorporated under the laws of the PRC and the controlling shareholder of the Company |
| “PRC” | the People’s Republic of China, which for the purpose of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “SFO” | the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong |
| “Shareholder(s)” | the shareholder(s) of the Company |

DEFINITIONS

| | |
|-------------------------|--|
| “Supervisor(s)” | the supervisor(s) of the Company |
| “Supervisory Committee” | the supervisory committee of the Company |

LETTER FROM THE BOARD



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)

Executive Directors:

Zhang Yanping
Yu Haibo
He Xiaona
Peng Liang
Shang Da

Registered Office:

Building A, No.23 Baijiazhuang Dongli
Chaoyang District
Beijing 100026
PRC

Non-executive Directors:

Xu Xun
Liu Hong

Independent Non-executive Directors:

Wu Tak Lung
Cui Enqing
Chen Ji
Wu Changqi
Chow Bing Chuen

31 May 2017

To the Shareholders

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF DIRECTORS
PROPOSED APPOINTMENT OF SUPERVISOR
AND
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION**

I. INTRODUCTION

Reference is made to the announcement of the Company dated 31 March 2017 in relation to, among others (i) the proposed appointment of Directors, (ii) the proposed appointment of shareholder representative Supervisor, and (iii) the proposed amendments to Articles of Association.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with all the information regarding, among others, (i) the proposed appointment of Directors, (ii) the proposed appointment of shareholder representative Supervisor, (iii) proposed amendments to Articles of Association, and (iv) a notice convening the AGM, so as to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

II. PROPOSED APPOINTMENT OF DIRECTORS

On 31 March 2017, (i) Ms. Yang Wenjian was nominated as an executive Director with effect from the date of approval by the Shareholders at the AGM and until the expiration of the term of the sixth session of the Board, (ii) Ms. Zang Furong was nominated as a non-executive Director with effect from the date of approval by the Shareholders at AGM and until the expiration of the term of the sixth session of the Board, and (iii) Mr. Wu Bin was nominated as a non-executive Director with effect from the date of approval by the Shareholders at AGM and until the expiration of the term of the sixth session of the Board.

Biographical Details of Ms. Yang Wenjian

Ms. Yang Wenjian, aged 46, graduated from the Beijing International Studies University in 1992 with a bachelor's degree in literature. Ms. Yang served in Sino-Japan Youth Communication Center from August 1992 to March 1996, and in Beijing Huawen Xutong International Advertising Co., Ltd. from March 1996 to January 1998. Ms. Yang joined BYDA in January 1998, and had successively served in various positions including reporter, deputy director, executive chief editor and deputy president. From October 2005 to July 2016, Ms. Yang served in Hebei Youth Daily Agency as president and chief editor. From April 2013 to February 2017, Ms. Yang served as the chair lady of Chongqing Youth Media Company Limited. Ms. Yang has over 19 years of experience in the media business.

Save as disclosed above and as at the Latest Practicable Date, Ms. Yang does not have any relationship with any Director, Supervisor, senior management or substantial or controlling shareholder of the Company, nor does she hold any other positions in the Company or any of its subsidiaries, or any directorships in other listed companies in the last three years. As at the Latest Practicable Date, Ms. Yang does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon the appointment of Ms. Yang as an executive Director being approved by the Shareholders, the Company will enter into a service contract with her. The term of office of Ms. Yang as an executive Director will be from the date of approval by the Shareholders at the AGM until the expiry of the term of office of the sixth session of the Board. Pursuant to the Articles of Association, Ms. Yang will be subject to retirement by rotation and re-election upon the expiry of her term of office. Ms. Yang will not receive remuneration from the Company.

LETTER FROM THE BOARD

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the Shareholders or any information in relation to the appointment of Ms. Yang that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Biographical Details of Ms. Zang Furong

Ms. Zang Furong, aged 56, is currently a member of the Party Committee, chairman of the labour union, and director of inspection office in BYDA. Ms. Zang graduated from Beijing Fengtai Normal College with the major of physics in 1980, from Beijing Institute of Education with the major in ideological and political education in 1987, and from Party School of the Central Committee of C.P.C. with the major in economics in 1994. From 1980 to August 1984, Ms. Zang served as a teacher in Fengtai No. 5 Middle School in Fengtai District, Beijing. From August 1984 to August 1988, Ms. Zang served in the Middle School Department of China Communist Youth League Fengtai Committee in Beijing successively in various positions such as officer and minister, and concurrently served in Fengtai Bureau of Education as the secretary of China Communist Youth League Committee from January 1986 to August 1988. From August 1988 to September 1993, Ms. Zang served in the Middle School Department of China Communist Youth League Beijing Committee as principal staff member, deputy director and director, successively. Ms. Zang joined BYDA in September 1993, and had successively served in various positions including the deputy general manager of Beijing Youth Daily Newspaper Corporation, director of inspection office, member of the Party Committee and chairman of the labour union. Ms. Zang has over 24 years of experience in media business.

Save as disclosed above and as at the Latest Practicable Date, Ms. Zang does not have any relationship with any Director, Supervisor, senior management or substantial or controlling shareholder of the Company, nor does she hold any other positions in the Company or any of its subsidiaries, or any directorships in other listed companies in the last three years. As at the Latest Practicable Date, Ms. Zang does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon the appointment of Ms. Zang as a non-executive Director being approved by the Shareholders, the Company will enter into a service contract with her. The term of office of Ms. Zang as a non-executive Director will be from the date of approval by the Shareholders at the AGM until the expiry of the term of office of the sixth session of the Board. Pursuant to the Articles of Association, Ms. Zang will be subject to retirement by rotation and re-election upon the expiry of her term of office. Ms. Zang will not receive remuneration from the Company.

LETTER FROM THE BOARD

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the Shareholders or any information in relation to the appointment of Ms. Zang that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Biographical Details of Mr. Wu Bin

Mr. Wu Bin, aged 48, is currently the deputy president and the member of the Disciplinary Inspection Commission of BYDA. Mr. Wu graduated from Beijing Institute of Education with the major in geography in 1991, and from Adult Education College in Beijing Administrative College with the major in administrative management in 1999. Mr. Wu served in Beijing Xuanwu District Bureau of Education as an officer and the Communist Youth League officer from July 1987 to April 1993 successively. Mr. Wu successively served in various positions in China Communist Youth League Beijing Committee from April 1993 to January 2004 including staff member, deputy principal staff member and principal staff member of Juvenile Department, as well as principal staff member and deputy director of Business Department. Mr. Wu joined BYDA in January 2004, and had successively served in various positions including deputy director, director of the Party Committee Office, office director and deputy president. Mr. Wu has over 13 years of experience in media business.

Save as disclosed above and as at the Latest Practicable Date, Mr. Wu does not have any relationship with any Director, Supervisor, senior management or substantial or controlling shareholder of the Company, nor does he hold any other positions in the Company or any of its subsidiaries, or any directorships in other listed companies in the last three years. As at the Latest Practicable Date, Mr. Wu does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon the appointment of Mr. Wu as a non-executive Director being approved by the Shareholders, the Company will enter into a service contract with him. The term of office of Mr. Wu as a non-executive Director will be from the date of approval by the Shareholders at the AGM until the expiry of the term of office of the sixth session of the Board. Pursuant to the Articles of Association, Mr. Wu will be subject to retirement by rotation and re-election upon the expiry of his term of office. Mr. Wu will not receive remuneration from the Company.

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the Shareholders or any information in relation to the appointment of Mr. Wu that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

LETTER FROM THE BOARD

III. PROPOSED APPOINTMENT OF SUPERVISOR

On 31 March 2017, Mr. Zhang Zhibing was nominated as a shareholder representative Supervisor with effect from the date of approval by the Shareholders at AGM and until the expiration of the term of the sixth session of the Supervisor Committee.

Biographical Details of Mr. Zhang Zhibing

Mr. Zhang Zhibing, aged 41, is currently the director of the Party Committee Office of BYDA. Mr. Zhang graduated from Peking University in 1998 with a bachelor's degree in economics. Mr. Zhang served as the head of business planning of the corporate management department in Great Dragon Information Technology Co., Ltd. from August 1998 to November 2000. Mr. Zhang joined BYDA in December 2000, and had successively served in various positions such as office secretary, assistant to the director of the Party Committee Office, and director of the Party Affair Management and Party Committee Office. Mr. Zhang has nearly 17 years of experience in media business.

Save as disclosed above and as at the Latest Practicable Date, Mr. Zhang does not have any relationship with any Director, Supervisor, senior management or substantial or controlling shareholders of the Company, nor does he hold any other positions in the Company or any of its subsidiaries, or any directorships in other listed companies in the last three years. As at the Latest Practicable Date, Mr. Zhang does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon the appointment of Mr. Zhang as a shareholder representative Supervisor being approved by the Shareholders, the Company will enter into a service contract with him. The term of office of Mr. Zhang as a shareholder representative Supervisor will be from the date of approval by the Shareholders at the AGM until the expiry of the term of office of the sixth session of the Supervisory Committee. Pursuant to the Articles of Association, Mr. Zhang will be subject to retirement by rotation and re-election upon the expiry of his term of office. Mr. Zhang will not receive remuneration from the Company.

Save as disclosed above, the Company is not aware of any other matters that need to be brought to the attention of the Shareholders or any information in relation to the appointment of Mr. Zhang that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

LETTER FROM THE BOARD

IV. PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

On 31 March 2017, the Board proposed to make certain amendments to the Articles of Association to reflect the change in the name of a promoter of the Company and the change in senior management. The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the AGM.

The Board proposed to amend the Articles of Association as follows:

The third paragraph of Article 1 of the Articles of Association

which reads:

“The promoters of the Company are: Beijing Youth Daily Agency, Beijing Zhijin Science and Technology Investment Co., Ltd., China Telecommunications Broadcast Satellite Corp., Beijing Development Area Ltd. and Sino Television Co., Ltd.”

is proposed to be amended as follows:

“The promoters of the Company are: Beijing Youth Daily Agency, Beijing Zhijin Science and Technology Investment Co., Ltd., China Telecommunications Broadcast Satellite Corp. (renamed as China Telecommunications Broadcast Satellite Co., Ltd.), Beijing Development Area Ltd. and Sino Television Co., Ltd.”

Article 17 of the Articles of Association

which reads:

“Upon examination and approval of the company approval authority authorised by the State Council, the total number of common shares issued by the Company at the time of its incorporation was 101,260,000, at RMB1 per share, all subscribed by the following promoters, and accounting for 100% of the common shares issued by the Company:

| | | |
|--|-------------------|-------|
| Beijing Youth Daily Agency | 89,000,000 shares | 87.9% |
| Beijing Zhijin Science and Technology Investment Co., Ltd. | 5,060,000 shares | 5% |
| China Telecommunications Broadcast Satellite Corp. | 3,040,000 shares | 3% |
| Beijing Development Area Ltd. | 2,130,000 shares | 2.1% |
| Sino Television Co., Ltd. | 2,030,000 shares | 2%” |

LETTER FROM THE BOARD

is proposed to be amended as follows:

“Upon examination and approval of the company approval authority authorised by the State Council, the total number of common shares issued by the Company at the time of its incorporation was 101,260,000, at RMB1 per share, all subscribed by the following promoters, and accounting for 100% of the common shares issued by the Company:

| | | |
|--|-------------------|-------|
| Beijing Youth Daily Agency | 89,000,000 shares | 87.9% |
| Beijing Zhijin Science and Technology Investment Co., Ltd. | 5,060,000 shares | 5% |
| China Telecommunications Broadcast Satellite Corp. (renamed as China Telecommunications Broadcast Satellite Co., Ltd.) | 3,040,000 shares | 3% |
| Beijing Development Area Ltd. | 2,130,000 shares | 2.1% |
| Sino Television Co., Ltd. | 2,030,000 shares | 2%” |

Article 18 of the Articles of Association

which reads:

“The total number of shares of the Company before offering of overseas listed foreign shares was 147,400,000, at RMB1 per share, all subscribed by the following promoters, and accounting for 100% of the common shares issued by the Company:

| | | |
|--|--------------------|-------|
| Beijing Youth Daily Agency | 129,557,060 shares | 87.9% |
| Beijing Zhijin Science and Technology Investment Co., Ltd. | 7,367,000 shares | 5% |
| China Telecommunications Broadcast Satellite Corp. | 4,424,200 shares | 3% |
| Beijing Development Area Ltd. | 3,098,940 shares | 2.1% |
| Sino Television Co., Ltd. | 2,952,800 shares | 2%” |

LETTER FROM THE BOARD

is proposed to be amended as follows:

“The total number of shares of the Company before offering of overseas listed foreign shares was 147,400,000, at RMB1 per share, all subscribed by the following promoters, and accounting for 100% of the common shares issued by the Company:

| | | |
|---|--------------------|-------|
| Beijing Youth Daily Agency | 129,557,060 shares | 87.9% |
| Beijing Zhijin Science and Technology Investment Co., Ltd. | 7,367,000 shares | 5% |
| China Telecommunications Broadcast Satellite Corp. (renamed as China Telecommunications Broadcast Satellite Co., Ltd.) | 4,424,200 shares | 3% |
| Beijing Development Area Ltd. | 3,098,940 shares | 2.1% |
| Sino Television Co., Ltd. | 2,952,800 shares | 2%” |

Article 19 of the Articles of Association

which reads:

“After completion of the aforementioned offering, the registered capital of the Company is RMB197,310,000, the total number of shares at present is 197,310,000, at RMB1.00 per share, and the equity structure is:

| | | |
|---|--------------------|---------|
| Beijing Youth Daily Agency | 124,839,974 shares | 63.27% |
| Beijing Zhijin Science and Technology Investment Co., Ltd. | 7,367,000 shares | 3.73% |
| China Telecommunications Broadcast Satellite Corp. | 4,263,117 shares | 2.16% |
| Beijing Development Area Ltd. | 2,986,109 shares | 1.52% |
| Sino Television Co., Ltd. | 2,952,800 shares | 1.50% |
| Public shares | 54,901,000 shares | 27.82%” |

LETTER FROM THE BOARD

is proposed to be amended as follows:

“After completion of the aforementioned offering, the registered capital of the Company is RMB197,310,000, the total number of shares at present is 197,310,000, at RMB1.00 per share, and the equity structure is:

| | | |
|---|--------------------|--------|
| Beijing Youth Daily Agency | 124,839,974 shares | 63.27% |
| Beijing Zhijin Science and Technology Investment Co., Ltd. | 7,367,000 shares | 3.73% |
| China Telecommunications Broadcast Satellite Corp. (<u>renamed as China Telecommunications Broadcast Satellite Co., Ltd.</u>) | 4,263,117 shares | 2.16% |
| Beijing Development Area Ltd. | 2,986,109 shares | 1.52% |
| Sino Television Co., Ltd. | 2,952,800 shares | 1.50% |
| Public shares | 54,901,000 shares | 27.82% |

Article 107 of the Articles of Association

which reads:

“The Company shall have one (1) president, three (3) executive vice presidents, several vice presidents, and one (1) chief financial officer appointed or dismissed by the board of directors. They shall serve a term of three years, and may be re-elected for successive terms.”

is proposed to be amended as follows:

“The Company shall have one (1) president, four (4) executive vice presidents, several vice presidents, and one (1) chief financial officer appointed or dismissed by the board of directors. They shall serve a term of three years, and may be re-elected for successive terms.”

V. AGM

A notice convening the AGM is set out on pages 13 to 16 of this circular. The AGM will be held at 2:30 p.m. on Friday, 30 June 2017 at 21st Floor, Beijing Youth Daily Agency, Building A, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing 100026, the PRC, at which resolutions will be proposed to approve, among other matters, (i) the proposed appointment of Directors, (ii) the proposed appointment of shareholder representative Supervisor, and (iii) the proposed amendments to Articles of Association.

Votes on the resolutions to be considered at the AGM shall be taken by way of poll. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder has a material interest in the resolution to be proposed at AGM and is required to abstain from voting at the AGM.

LETTER FROM THE BOARD

Whether or not you are able to attend the AGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as practicable and in any event not less than 24 hours before the time appointed for the holding of the AGM or any adjournment thereof, and deposit it with Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

VI. RECOMMENDATION

The Directors believe that the resolutions regarding, among others, (i) the proposed appointment of Directors, (ii) the proposed appointment of shareholder representative Supervisor, and (iii) the proposed amendments to Articles of Association are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all the Shareholders should vote in favour of the resolutions at the AGM.

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

NOTICE OF THE ANNUAL GENERAL MEETING



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)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “AGM”) of Beijing Media Corporation Limited (the “**Company**”) will be held at 2:30 p.m. on Friday, 30 June 2017 at 21st Floor, Beijing Youth Daily Agency, Building A, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing 100026, the People's Republic of China (the “**PRC**”), for the purpose of considering and, if thought fit, passing the following resolutions:

As Special Resolution

1. To consider and, if thought fit, to approve the amendments to the articles of association of the Company.

As Ordinary Resolutions

2. To consider and, if thought fit, to approve the report of the board of directors of the Company for the year ended 31 December 2016.
3. To consider and, if thought fit, to approve the report of the supervisory committee of the Company for the year ended 31 December 2016.
4. To consider and, if thought fit, to approve the audited financial statements of the Company for the year ended 31 December 2016.
5. To consider and, if thought fit, to approve the appointment of Ms. Yang Wenjian as an executive director of the Company, and to authorise any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company.

NOTICE OF THE ANNUAL GENERAL MEETING

6. To consider and, if thought fit, to approve the appointment of Ms. Zang Furong as a non-executive director of the Company, and to authorise any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company.
7. To consider and, if thought fit, to approve the appointment of Mr. Wu Bin as a non-executive director of the Company, and to authorise any director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company.
8. To consider and, if thought fit, to approve the appointment of Mr. Zhang Zhibing as a shareholder representative supervisor of the Company, and to authorise the legal representative of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company.

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

Beijing, the PRC, 15 May 2017

As at the date of this notice, the Board comprises: the executive directors of the Company, Zhang Yanping, Yu Haibo, He Xiaona, Peng Liang and Shang Da; the non-executive directors of the Company, Xu Xun and Liu Hong; and the independent non-executive directors of the Company, Wu Tak Lung, Cui Enqing, Chen Ji, Wu Changqi and Chow Bing Chuen.

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

NOTICE OF THE ANNUAL GENERAL MEETING

Notes:

1. Eligibility for Attending the AGM

Holders of H shares whose names appear on the register of the Company maintained by Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, on Wednesday, 31 May 2017 shall be entitled to attend the AGM.

Holders of H shares intending to attend and vote at the AGM to be held on Friday, 30 June 2017 shall lodge all the transfer documents for H shares with the relevant share certificates to the H share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 29 May 2017.

2. Proxy

- (1) Shareholders entitled to attend and vote at the AGM may appoint one or more proxies in writing to attend and vote at the meeting on his behalf. The proxy need not be a shareholder of the Company.
- (2) A proxy shall be appointed by a shareholder by a written instrument signed by the appointor or his attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under hand of its director(s) or duly authorized attorney(s). If the written instrument is signed by an attorney of the appointor, the power of attorney or other documents of authorization of such attorney shall be notarized.
- (3) To be valid, the notarized power of attorney or other document(s) of authorization (if any) and the form of proxy shall be delivered to (i) the registered office address of Company for holders of domestic shares; and (ii) Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, for holders of H shares, no less than 24 hours before the time fixed for convening the AGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he so desires.
- (4) If a shareholder appoints more than one proxy, such proxies shall only exercise their voting rights by a poll.

3. Registration Procedures for Attending the AGM

- (1) A shareholder or his proxy shall produce his identification document when attending the AGM. Where a shareholder is a legal person, the legal representative of that shareholder or the person authorized by its board of directors or other governing body shall produce a copy of the resolutions of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.
- (2) Shareholders intending to attend the AGM shall return to the Company the reply slip stating their attendance on or before Friday, 9 June 2017.
- (3) A shareholder may return the above reply slip to the Company in person, by post or by facsimile to the office of the Company or Computershare Hong Kong Investor Services Limited.

4. Closure of Register of Members

The Register of Members will be closed from Wednesday, 31 May 2017 to Friday, 30 June 2017 (both days inclusive), during which period no transfer of shares will be registered.

NOTICE OF THE ANNUAL GENERAL MEETING

5. Method of Voting at the AGM

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by way of poll. Accordingly, the chairman of the AGM will demand a poll in relation to all the proposed resolutions at the AGM.

6. Miscellaneous

- (1) The AGM of the Company is expected to be held for less than half a day. Shareholders attending the AGM shall be responsible for their own travelling and accommodation expenses.
- (2) The address of the Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (3) The registered office and the contact details of the Company are:

Building A, No. 23 Baijiazhuang Dongli,
Chaoyang District, Beijing 100026, the PRC
Telephone: (+86) 10 6590 2630
Fax: (+86) 10 6590 2630