

*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

### POLL RESULTS OF EGM HELD ON TUESDAY, 26 JANUARY 2016

The board of directors (the “**Board**”) of Beijing Media Corporation Limited (the “**Company**”) is pleased to announce that an extraordinary general meeting (the “**EGM**”) was held at 2:30 p.m. on Tuesday, 26 January 2016 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**”).

At the EGM, the proposed resolutions set out in the notice of the EGM dated 11 December 2015 were voted by poll and all of them were duly passed.

The poll results in respect of the resolutions proposed at the EGM are as follows:

ORDINARY RESOLUTIONS		Total Number of Votes (Percentage of Total Number of Votes)	
		For	Against
1.	To consider and, if thought fit, to approve the respective annual caps for the three years ending 31 December 2018 for the transactions contemplated under the agreement (the “ <b>Advertising Business Agreement</b> ”) dated 7 December 2004 and its supplement agreement dated 9 April 2010 and entered into between the Company and Beijing Youth Daily Agency (the “ <b>Parent</b> ”) in relation to granting by the Parent the exclusive rights to sell all the advertising space in the Beijing Youth Daily.	17,571,026 99.9972%	500 0.0028%
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

2.	<p>To consider and, if thought fit, to approve:</p> <p><b>“THAT</b></p> <p>a. the agreement (the “<b>2015 Printing Framework Agreement</b>”) dated 22 October 2015 and entered into between the Beijing Youth Daily Logistics Company Limited and the Parent in relation to providing the printing services and printing materials to the Parent, and the respective annual caps for the three years ending 31 December 2018 for the transactions contemplated thereunder;</p> <p>b. any one director of the Company be and is hereby authorized to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he may consider necessary or desirable for the purpose of giving effect to the 2015 Printing Framework Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.”</p>	<p>17,571,026 99.9972%</p>	<p>500 0.0028%</p>
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3.	<p>To consider and, if thought fit, to approve:</p> <p><b>“THAT</b></p> <p>a. the agreement (the “<b>Advertising Agency Framework Agreement</b>”) dated 22 October 2015 and entered into between the Company and the Parent in relation to the mutual supply of advertising agency services between the Company and its subsidiaries and the Parent and its subsidiaries, and the respective annual caps for the three years ending 31 December 2018 for the transactions contemplated thereunder;</p> <p>b. any one director of the Company be and is hereby authorized to sign or execute such other documents or supplemental agreements or deeds on behalf of the Company and to do all such things and take all such actions as he may consider necessary or desirable for the purpose of giving effect to the Advertising Agency Framework Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.”</p>	<p>17,571,026 99.9972%</p>	<p>500 0.0028%</p>
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

4.	To consider and, if thought fit, to approve the appointment of Mr. Liu Hong as a non-executive director of the Company, to authorise the remuneration committee of the Board to determine his remuneration, and to authorise any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company.	142,411,000 99.9996%	500 0.0004%
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

As at the date of the EGM, the number of total issued shares of the Company was 197,310,000 shares. In accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Beijing Youth Daily Agency and its associates, directly and indirectly, holding an aggregate of 124,839,974 shares (represent approximately 63.27% of the total issued share capital of the Company), abstained from voting on the resolution 1, resolution 2 and resolution 3 proposed at the EGM. The total number of shares entitling the holders to attend and vote for or against the resolution 1, resolution 2 and resolution 3 proposed at the EGM was 72,470,026 shares, and the total number of shares entitling the holders to attend and vote for or against the resolution 4 proposed at the EGM was 197,310,000 shares.

Save as disclosed above, there were no shares entitling the holders to attend and shall abstain from voting in favour of any resolution proposed at the EGM as set out in Rule 13.40 of the Listing Rules, and no shares of holders that are required under the Listing Rules to abstain from voting. No party has stated its intention in the circular of the Company dated 11 December 2015 to vote against the resolutions proposed at the EGM or to abstain from voting.

Shareholders and authorized proxies holding an aggregate of 142,411,500 shares, representing 72.1765% of the total issued share capital of the Company, were present at the EGM. The holding of the EGM was in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company. The EGM was chaired by Mr. Zhang Yanping, the Chairman of the Company.

In compliance with the requirements of the Listing Rules, ShineWing Certified Public Accountants (Special General Partnership), the auditors of the Company, acted as scrutineer for the vote-taking at the EGM.

On behalf of the Board  
**Beijing Media Corporation Limited**  
**Zhang Yanping**  
*Chairman*

Beijing, the PRC  
26 January 2016

*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, WangLin, Xu Xun and Liu Hong, and the independent non-executive directors of the Company, Song Jianwu, Cui Baoguo, Wu Tak Lung, Cui Enqing and Chenji.*

*Please also refer to the published version of this announcement on the Company's website at [www.bjmedia.com.cn](http://www.bjmedia.com.cn).*