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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

PROPOSED APPOINTMENT AND RE-ELECTION OF DIRECTORS RE-ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISORS AND PROPOSED RE-ELECTION OF SHAREHOLDER REPRESENTATIVE SUPERVISORS

As the term of office of the fifth session of the Board will expire at the date of the AGM, Mr. Li Shiheng, Mr. Liu Han, Ms. Wu Peihua, Mr. Song Jianwu and Mr. Cui Baoguo, each as a Director of the fifth session of the Board, will retire from their current positions as Directors from the date of the AGM.

The Board is pleased to announce that, on 31 March 2016, (i) Mr. Duan Gang, Mr. Peng Liang and Mr. Shang Da were nominated as the executive Directors of the sixth session of the Board; and (ii) Mr. Wu Changqi and Mr. Zhou Bingquan were nominated as the independent non-executive Directors of the sixth session of the Board. On 31 March 2016, the Board also resolved to re-elect Mr. Zhang Yanping, Mr. Yu Haibo, Ms. He Xiaona, Mr. Li Xiaobing, Mr. Wang Lin, Mr. Xu Xun, Mr. Liu Hong, Mr. Wu Tak Lung, Mr. Cui Enqing and Mr. Chen Ji, the Directors of the current session of the Board, as the Directors of the sixth session of the Board.

The Board further announces that, as the term of office of the fifth session of the Supervisory Committee will expire on the date of the AGM, on 31 March 2016, the Supervisory Committee proposed to re-elect Mr. Tian Kewu, Mr. Zhang Chuanshui, and Mr. Zhao Meng, the shareholder representative Supervisors of the current session of the Supervisory Committee, as the shareholder representative Supervisors of the sixth session of the Supervisory Committee. Ms. Yan Mengmeng and Ms. Li Xin, the employee representative Supervisors of the current session of the Supervisory Committee, were democratically re-elected as the employee representative Supervisors of the sixth session of the Supervisory Committee by the meeting of the employee representatives of the Company, and their term of office will take effect from the date of the AGM until the expiry of the term of office of the sixth session of the Supervisory Committee.

In accordance with the Articles of Association, the above-mentioned proposed appointment and re-election of Directors and the proposed re-election of shareholder representative Supervisors are subject to the approval by the Shareholders by way of ordinary resolutions at a general meeting of the Company, and their term of office will take 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 and the Supervisory Committee.

A circular containing, among other things, details of the proposed appointment and re-election of Directors and the proposed re-election of shareholder representative Supervisors will be despatched to the

Shareholders as soon as practicable in accordance with relevant requirements of the Listing Rules.
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As the term of office of the fifth session of the board (the “**Board**”) of directors (the “**Director(s)**”) of Beijing Media Corporation Limited (the “**Company**”) will expire at the date of the annual general meeting for the year 2015 (the “**AGM**”), Mr. Li Shiheng, Mr. Liu Han, Ms. Wu Peihua, Mr. Song Jianwu and Mr. Cui Baoguo, each as a Director of the fifth session of the Board, will retire from their current positions as Directors from the date of the AGM.

Mr. Li Shiheng, Mr. Liu Han, Ms. Wu Peihua, Mr. Song Jianwu and Mr. Cui Baoguo have confirmed that they had no disagreement with the Board, and there were no other matters in relation to their retirement that need to be brought to the attention of the shareholders of the Company (the “**Shareholder(s)**”).

During their tenure of service, Mr. Li Shiheng, Mr. Liu Han, Ms. Wu Peihua, Mr. Song Jianwu and Mr. Cui Baoguo have always been diligent and committed to their work, and have made remarkable contributions to the development of the Company. The Board would like to express its sincere gratitude to them for their valuable contributions to the Company.

The Board is pleased to announce that, on 31 March 2016, (i) Mr. Duan Gang (“**Mr. Duan**”), Mr. Peng Liang (“**Mr. Peng**”) and Mr. Shang Da (“**Mr. Shang**”) were nominated as the executive Directors of the sixth session of the Board; and (ii) Mr. Wu Changqi (“**Mr. Wu**”) and Mr. Zhou Bingquan (“**Mr. Zhou**”) were nominated as the independent non-executive Directors of the sixth session of the Board. On 31 March 2016, the Board also resolved to re-elect Mr. Zhang Yanping, Mr. Yu Haibo, Ms. He Xiaona, Mr. Li Xiaobing, Mr. Wang Lin, Mr. Xu Xun, Mr. Liu Hong, Mr. Wu Tak Lung, Mr. Cui Enqing and Mr. Chen Ji, the Directors of the current session of the Board, as the Directors of the sixth session of the Board.

The Board further announces that, as the term of office of the fifth session of the supervisory committee of the Company (“**Supervisory Committee**”) will expire on the date of the AGM, on 31 March 2016, the Supervisory Committee proposed to re-elect Mr. Tian Kewu, Mr. Zhang Chuanshui, and Mr. Zhao Meng, the shareholder representative supervisors (the “**Supervisor(s)**”) of the current session of the Supervisory Committee, as the shareholder representative Supervisors of the sixth session of the Supervisory Committee. Ms. Yan Mengmeng and Ms. Li Xin, the employee representative Supervisors of the current session of the Supervisory Committee, were democratically re-elected as the employee representative supervisors of the sixth session of the Supervisory Committee by the meeting of the employee representatives of the Company, and their term of office will take effect from the date of the AGM until the expiry of the term of office of the sixth session of the Supervisory Committee.

In accordance with the articles of association of the Company (the “**Articles of Association**”), the above-mentioned proposed appointment and re-election of Directors and the proposed re-election of shareholder representative Supervisors are subject to the approval by the Shareholders by way of ordinary resolutions at a general meeting of the Company, and their term of office will take 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 and the Supervisory Committee.

The biographical details of the Director candidates proposed to be appointed at the AGM are set out below, and the biographical details of the Director and shareholder representative Supervisor candidates to be re-elected at the AGM as well as the re-elected employee representative Supervisors, will be disclosed in a circular to be despatched to the Shareholders.

Biographical Details

Mr. Duan Gang

Mr. Duan, aged 48, is the executive vice president of the Company. Mr. Duan graduated from the Guanghua School of Management of Peking University and obtained a senior MBA degree in 2006. Mr. Duan joined

Beijing Youth Daily Agency in July 1988 and held several key positions in Beijing Youth Daily Agency, including, the reporter of news department, editor of the feature news department, deputy director of the editorial department of Guangdong-Hong Kong Entrepreneur Journal, deputy director of the news reporting department, deputy director of the chief editorial office, director of domestic news department, director of the editorial department of Fortune Weekly and director of editorial department of Sports Weekly, director of the economic news editorial department and director of securities news department, editor-in-chief of financial section and general manager of BYD Logistics Company Limited. Mr. Duan was appointed as the vice president of the Company on 13 December 2011. Mr. Duan Gang served as the executive director of the Company from 19 June 2015 to 7 December 2015. Mr. Duan was appointed as the executive vice president of the Company on 23 September 2015 and serves as directors of certain subsidiaries of the Company.

Save as disclosed above and as at the date of this announcement, Mr. Duan does not have any relationship with any Directors, 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 date of this announcement, Mr. Duan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong, the “SFO”).

Upon the appointment of Mr. Duan as an executive Director being approved by the Shareholders, the Company will enter into a service contract with him. The term of office of Mr. Duan 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, Mr. Duan will be subject to retirement by rotation and re-election upon the expiry of his term of office.

Mr. Duan’s remuneration package will be determined by the remuneration committee of the Board who is proposed to be authorized by the Shareholders at the AGM by taking into account, among other matters, his terms of reference, his duties and responsibilities in 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. Duan that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of The Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”).

Mr. Peng Liang

Mr. Peng, aged 43, is the chief financial officer of the Company. Mr. Peng was graduated from the Capital University of Economics and Business and obtained a master’s degree in accounting and the qualification of Senior Accountant in 1999. Mr. Peng is also a PRC Certified Public Accountant, a PRC Certified Tax Agent and a PRC Certified Public Valuer. Mr. Peng served as the manager of the financial department of a subsidiary of Datang Telecom Technology Co., Ltd. from July 1999 to December 2004. Mr. Peng joined Beijing Youth Daily Agency in 2004, and has successively served as the director of the financial department, the president assistant and the vice present of Beijing Youth Daily Agency, as well as directors and supervisors of certain subsidiaries under Beijing Youth Daily Agency since October 2005. Mr. Peng was appointed as the chief financial officer of the Company on 13 December 2011 and serves as directors and supervisors of certain subsidiaries of the Company.

Save as disclosed above and as at the date of this announcement, Mr. Peng does not have any relationship with any Directors, 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 date of this announcement, Mr. Peng 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. Peng as an executive Director being approved by the Shareholders, the Company will enter into a service contract with him. The term of office of Mr. Peng 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, Mr. Peng will be subject to retirement by rotation and re-election upon the expiry of his term of office.

Mr. Peng's remuneration package will be determined by the remuneration committee of the Board who is proposed to be authorized by the Shareholders at the AGM by taking into account, among other matters, his terms of reference, his duties and responsibilities in 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. Peng that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Shang Da

Mr. Shang, aged 54, the vice president of the Company, the joint company secretary and the secretary to the Board. Mr. Shang graduated from Capital University of Economics and Business with a bachelor degree majoring in trade and economics in 1987. Mr. Shang studied master degree majoring in finance in Renmin University of China before he joined Beijing Youth Daily Agency in 1999, and he served as the secretary to the Board since 28 May 2001. Mr. Shang was appointed as the vice president of the Company on 13 December 2011 and joint company secretary on 19 March 2012, respectively, and serves as directors and supervisors of certain subsidiaries of the Company. Mr. Shang has also been an affiliated person of Hong Kong Institute of Chartered Secretaries since 2005. Mr. Shang, by virtue of his relevant experiences, has been confirmed capable of discharging the functions of company secretary pursuant to the note 2 of Rule 3.28 of the Listing Rules and qualified for the position of company secretary under the Listing Rules by the Hong Kong Stock Exchange since March 2015.

Save as disclosed above and as at the date of this announcement, Mr. Shang does not have any relationship with any Directors, 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 date of this announcement, Mr. Shang 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. Shang as an executive Director being approved by the Shareholders, the Company will enter into a service contract with him. The term of office of Mr. Shang 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, Mr. Shang will be subject to retirement by rotation and re-election upon the expiry of his term of office.

Mr. Shang's remuneration package will be determined by the remuneration committee of the Board who is proposed to be authorized by the Shareholders at the AGM by taking into account, among other matters, his terms of reference, his duties and responsibilities in 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. Shang that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Wu Changqi

Mr. Wu, aged 61, is currently serving as the president of Guanghai Cisco Leadership Institute of Peking University and Development Strategy Institute of the State High-Tech Development Zones of Peking University. Mr. Wu served as a lecturer and an assistant professor in economics of the Hong Kong University of Science and Technology respectively in 1991 and 1997. Mr. Wu has been the professor and PhD

supervisor in strategic management of the Guanghua School of Management of Peking University since 2001. He served as head of the Department of Strategic Management of the Guanghua School of Management of Peking University from 2001 to 2010, the director of the EMBA Centre of the Guanghua School of Management of Peking University from 2002 to 2010 and the associate dean of the Guanghua School of Management of Peking University from 2003 to 2010. Mr. Wu graduated from Shandong University with a bachelor's degree in economics in 1982, and obtained an MBA degree and a doctoral degree in applied economics from Katholieke Universiteit Leuven in Belgium in 1986 and 1990, respectively.

As at the date of this announcement, Mr. Wu does not have any relationship with any Directors, 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 have any interest in the shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above and as at the date of this announcement, Mr. Wu has not held any directorships in other listed companies in the last three years.

Upon the appointment of Mr. Wu as an independent 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 an independent 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.

The Company is of the view that Mr. Wu has satisfied the requirement of independence as set out in Rule 3.13 of the Listing Rules.

Mr. Wu's remuneration package will be determined by the remuneration committee of the Board who is proposed to be authorized by the Shareholders at the AGM by taking into account, among other matters, his terms of reference, his duties and responsibilities in 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.

Mr. Zhou Bingquan

Mr. Zhou, aged 49, is currently serving as the general manager and director of the Okeanos Capital Investments Ltd., and the chief financial officer of Aoxing Pharmaceutical Company Inc., and Shanghai Taolue Media Co., Ltd.. Mr. Zhou obtained the certification of US Certified Public Account in September 1998. Mr. Zhou served as the financial advisor in PricewaterhouseCoopers from 2005 to 2006, the senior vice president of finance in American Oriental Biogineering from 2006 to 2009 and the chief financial officer in TigerMedia Holding Limited from 2010 to 2012. Mr. Zhou graduated from the University of Hong Kong with the bachelor's degree in economics in November 1991 and obtained a master's degree in business administration from University of Leicester in UK in February 2001.

As at the date of this announcement, Mr. Zhou does not have any relationship with any Directors, 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 have any interest in the shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above and as at the date of this announcement, Mr. Zhou has not held any directorships in other listed companies in the last three years.

Upon the appointment of Mr. Zhou as an independent non-executive Director being approved by the Shareholders, the Company will enter into a service contract with him. The term of office of Mr. Zhou as an independent 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. Zhou will be subject to retirement by rotation and re-election upon the expiry of his term of office.

The Company is of the view that Mr. Zhou has satisfied the requirement of independence as set out in Rule 3.13 of the Listing Rules.

Mr. Zhou's remuneration package will be determined by the remuneration committee of the Board who is proposed to be authorized by the Shareholders at the AGM by taking into account, among other matters, his terms of reference, his duties and responsibilities in 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. Zhou that need to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

A circular containing, among other things, details of the proposed appointment and re-election of Directors and the proposed re-election of shareholder representative Supervisors will be despatched to the Shareholders as soon as practicable in accordance with relevant requirements of the Listing Rules.

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

Beijing, the PRC
31 March 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, Wang Lin, Xu Xun and Liu Hong, 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.