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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)

CONTINUING CONNECTED TRANSACTIONS

The Board announces that the Company and LEPA have entered into the Advertising Agency Framework Agreement on 11 September 2012, pursuant to which the Group shall act as an advertising agent of LEPA to sell advertising space in the Legal Evening Post.

LEPA is a wholly owned subsidiary of the Parent, the controlling shareholder of the Company, and therefore LEPA is connected person of the Company under Chapter 14A of the Listing Rules. The transactions under the Advertising Agency Framework Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios (as defined under Rule 14A.10 of the Listing Rules) of the proposed annual cap of the transactions contemplated under the Advertising Agency Framework Agreement exceeding 0.1% but less 5%, the transactions contemplated thereunder are therefore subject to reporting, announcement and annual review requirements but are exempt from the requirement of independent shareholders' approval under Chapter 14A of the Listing Rules.

ADVERTISING AGENCY FRAMEWORK AGREEMENT

Date

11 September 2012

Parties

- (1) The Company
- (2) LEPA

Continuing transactions

Pursuant to the Advertising Agency Framework Agreement, the Group shall act as an advertising agent of LEPA to sell advertising space in the Legal Evening Post.

Term and termination

The Advertising Agency Framework Agreement is for a term commencing on 11 September 2012 and ending on 31 December 2012, and is renewable upon mutual agreement between parties thereto, subject to compliance with the relevant requirements under the Listing Rules.

Price determinations

Under the Advertising Agency Framework Agreement, the price shall be determined in accordance with the following pricing principles:

- a) state-prescribed price;
- b) where there is no state-prescribed price, then according to relevant market price; and
- c) where there is no state-prescribed price or relevant market price, then the price which is favorable to the Company.

Implementation Agreements

Members of the Group and LEPA have entered into and will enter into, from time to time and as necessary, separate implementation agreements for each of the specific transactions contemplated under the Advertising Agency Framework Agreement during its term thereof. Each implementation agreement will set out the detailed services, the specifications, quantities, prices, payment method, date and other relevant terms.

As the implementation agreements provide for the supply of services as contemplated under the Advertising Agency Framework Agreement, as such, they do not constitute new categories of connected transactions. Any such implementation agreements will be within the ambit of the Advertising Agency Framework Agreement and the relevant annual cap, and if exceeded, the Company will comply with the relevant Listing Rules accordingly.

Annual cap

The proposed annual cap for the transactions under the Advertising Agency Framework Agreement for the year ending 31 December 2012 is RMB5,000,000.

In arriving at the proposed annual cap in respect of provision of advertising place services to the Company by LEPA, the Directors have taken into account, among other matters, (i) the current publication volume of Legal Evening Post; and (ii) the estimated development of the advertising business on the Legal Evening Post; and (iii) the expected increase in the demands of the clients of the Company to place the advertisements on the Legal Evening Post.

REASONS FOR ENTERING INTO THE ADVERTISING AGENCY FRAMEWORK AGREEMENT

The Company is of the view that entering into the Advertising Agency Framework Agreement will (i) provide one more choice of advertising platform to the clients of the Company and (ii) generate higher return from the Company's advertising agent business.

LISTING RULES IMPLICATIONS

LEPA is a wholly owned subsidiary of the Parent, the controlling shareholder of the Company, and therefore LEPA is connected person of the Company under Chapter 14A of the Listing Rules. The transactions under the Advertising Agency Framework Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios (as defined under Rule 14A.10 of the Listing Rules) of the proposed annual cap of the transactions contemplated under the Advertising Agency Framework Agreement exceeding 0.1% but less 5%, the transactions contemplated thereunder are therefore subject to reporting, announcement and annual review requirements but are exempt from the requirement of independent shareholders' approval under Chapter 14A of the Listing Rules.

The Directors (including the independent non-executive Directors) are of the view that the terms of the Advertising Agency Framework Agreement (i) have been negotiated on an arm's length basis; (ii) have been conducted and will be conducted on normal commercial terms, or on terms no less favourable than those available from or to independent third parties under prevailing local market conditions; (iii) are entered into in the ordinary and usual course of business of the Group; and (iv) are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

Mr. Zhang Yanping, Mr. Zhang Yabin, Mr. Li Shiheng, Mr. Liu Han, Ms. Wu Peihua, Mr. Li Xiaobing and Ms. He Xiaona, also members of the decision-making body of the Parent, are deemed to have material interests in the transactions contemplated under the Advertising Agency

Framework Agreement and have abstained from voting on the relevant Board resolution. Other than those Directors mentioned above, none of the other Directors has a material interest in the transactions thereunder.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiry, there is no other continuing transaction entered into between any member of the Group and the Parent and its ultimate beneficial owner(s) or otherwise related, which would be, together with the transactions contemplated under the Advertising Agency Framework Agreement, aggregated under Rule 14A.25 of the Listing rules.

GENERAL INFORMATION OF THE PARTIES

Company

The Company is a leading media company in the PRC and is principally engaged in production of newspapers and magazines, printing and trading of print-related materials.

LEPA

LEPA is a wholly state-owned public institution incorporated under the laws of the PRC and is principally engaged in operating and publishing of legal related newspaper.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless otherwise indicated in the context:

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| “Advertising Agency Framework Agreement” | the advertising agency framework agreement entered into between the Company and LEPA on 11 September 2012 |
| “Board” | the board of directors of the Company |
| “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 Stock Exchange |
| “Director(s)” | the directors of the Company |
| “Group” | the Company and its subsidiaries |
| “LEPA” | Legal Evening Post Agency (法制晚報社), a subsidiary of Parent |

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| “Listing Rules” | the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange |
| “Parent” | 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 announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| “RMB” | Renminbi, the lawful currency of the PRC |
| “Shareholders” | the shareholders of the Company |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |

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

Beijing, 11 September 2012

As at the date of this announcement, the Board comprises: the executive directors of the Company, Zhang Yanping, Zhang Yabin, Sun Wei and He Xiaona, the non-executive directors of the Company, Li Shiheng, Liu Han, Wu Peihua, Li Xiaobing, Xu Xun and Li Yigeng, and the independent non-executive directors of the Company, Tsang Hing Lun, Wu Changqi, Liao Li, Cui Baoguo and Song Jianwu.

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