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BEIJING MEDIA CORPORATION LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 1000)

NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR 2008

NOTICE IS HEREBY GIVEN that the annual general meeting (“AGM”) for the year 2008 of Beijing Media Corporation Limited (the “**Company**”) will be held at the 21st floor, Beijing Youth Daily Agency Building, Beijing, the People's Republic of China (“**PRC**”) on Monday, 15 June 2009 at 2:00 p.m. for the following purposes:

As Ordinary Resolutions:

1. To consider and, if thought fit, to approve the report of the board of directors of the Company for the year ended 31 December 2008.
2. To consider and, if thought fit, to approve the report of the supervisory committee of the Company for the year ended 31 December 2008.
3. To consider and, if thought fit, to approve the audited financial statements of the Company for the year ended 31 December 2008.
4. To consider and, if thought fit, to approve the profit distribution proposal of the Company, namely, the proposal for distribution of a final dividend of RMB0.20 per share (before tax) in an aggregate amount of approximately RMB39,462,000 for the year ended 31 December 2008, and to authorize the board of directors to implement the aforesaid distribution.
5. To consider and, if thought fit, to approve the re-appointment of ShineWing (HK) CPA Limited as the international auditors of the Company and to appoint ShineWing Certified Public Accountants Co., Ltd. as the domestic auditors of the Company for the year 2009 and to authorize the audit committee of the board of directors, comprising Mr. Tsang Hin Lun, Mr. Wu Changqi and Mr. Liu Han, all being directors of the Company, to determine their remuneration.

6. To consider and, if thought fit, to approve the appointment of Mr. Li Yigeng as a non-executive director of the Company, and to authorize the remuneration committee of the board of directors comprising Mr. Wu Changqi, Mr. Tsang Hing Lun and Mr. Liao Li, all being directors of the Company, to determine his remuneration (if any).
7. To consider and, if thought fit, to approve the capital expenditure budget of the Company for the year of 2009.

By order of the Board
Zhang Yanping
Chairman

Beijing, the PRC, 27 April 2009

As at the date of this announcement, the Board comprises: the executive directors of the Company, Zhang Yanping, Zhang Yabin, Sun Wei, He Pingping, Du Min, the non-executive directors of the Company, Liu Han, Xu Xun, and the independent non-executive directors of the Company, Tsang Hing Lun, Wu Changqi and Liao Li.

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

APPENDIX

BIOGRAPHICAL DETAILS

Mr. Li Yigeng (“**Mr. Li**”), aged 46, graduated in foreign languages studies from East China Normal University in 1988. Mr. Li also obtained his MBA degree from Rutgers, the State University of New Jersey in 1999.

Mr. Li. has served as the president of China Region of MIH Print Media Holdings Limited since 2008. During the period from 2000 to 2008, Mr. Li served as the vice president of MIH plane media of China Region for the business development in China, Mr. Li spent 2 years to serve at the headquarter of MIH Group in South Africa from 2000 to 2001, subsequently, Mr. Li served in the pay TV and plane media sectors of MIH Group in its office in China from 2001 to 2008. Prior to his position in MIH Group, Mr. Li served as translator at Diplomatic Services Bureau of Ministry of Foreign Affairs of the People’s Republic of China from 1988 to 1994 and also served at Claydon Gescher Associates which is a company engaging in consulting services for the sectors of media and telecommunication from 1994 to 1999.

As at the date of this notice, Mr. Li has not held any directorship in any listed company in the past 3 years.

As at the date of this notice, Mr. Li has no 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) and Mr. Li has no relationship with any director, member of senior management or substantial or controlling shareholder (as such terms are defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) of the Company.

Upon approval of Mr. Li’s appointment by the shareholders, the Company and Mr. Li will enter into a service contract commencing from 15 June 2009 until the expiration of the term of the current session of the Board. Pursuant to the provisions of the service contract, Mr. Li will not receive any remuneration from the Company.

Save as disclosed above, Mr. Li has confirmed that there are no other matters that need to be brought to the attention of shareholders in connection with his appointment and there is no information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

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, at the close of business of Friday, 15 May 2009 shall be entitled to attend the AGM.

Shareholders intending to attend and vote at the AGM of the Company to be held on Monday, 15 June 2009 shall lodge all the transfer documents for H Shares with the relevant share certificates to the H Share transfer registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:00 pm on Thursday, 14 May 2009.

2. Recommendation of Final Dividend, Withholding and Payment of Corporate Income Tax for Non-resident Legal Persons

The board of directors of the Company has recommended a final dividend of RMB0.20 per share (before tax), in an aggregate amount of approximately RMB39,462,000 for the year ended 31 December 2008. If the above profit distribution proposal is approved by the shareholders of the Company at the AGM by way of resolution No.4, the final dividend will be paid to the holders of H shares whose name appear on the register of the members for H share of the Company on Friday, 15 May 2009.

According to the Law on Corporate Income Tax of the PRC and its implementing rules which came into effect on 1 January 2008 and other relevant rules, the Company is required to withhold corporate income tax at the rate of 10% before distributing the 2008 final dividend to non-resident enterprise shareholders as appearing on the register of members for H Share of the Company. Any H Shares registered in the name of the non-individual registered shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise shareholders and therefore will be subject to the withholding of the corporate income tax.

3. Proxy

- (1) Shareholders entitled to attend and vote at the AGM of the Company 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 should be appointed by a shareholder by written instrument signed by the appointor or his attorney duly authorized in writing. If the written instrument is signed by the attorney of the appointor, the power of attorney or other documents of such attorney shall be notarized.
- (3) To be valid, the notarized power of attorney or other documents of authorization and the form of proxy shall be delivered to (i) the registered address of Company for holders of domestic shares and unlisted foreign 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 of the Company 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 wishes.
- (4) If a shareholder appoints more than one proxy, such proxies shall only exercise their voting rights by a poll.

4. 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 resolution 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 of the Company shall return to the Company the reply slip stating their attendance on or before Monday, 25 May 2009.
- (3) A shareholder may return the above reply slip to the Company in person, by post or by facsimile.

5. Closure of Register of Members

The register of members of the Company will be closed from Friday, 15 May 2009 to Monday, 15 June 2009 (both dates inclusive).

6. Procedures for Demanding a Poll by Shareholders

According 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.

7. 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 at Room 1712-1716, 17th Floor., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (3) The registered address of the Company is:

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