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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)**

### **ANNOUNCEMENT**

#### **POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 18 DECEMBER 2009**

Reference is made to the circular and notice of the extraordinary general meeting (“**EGM**”) of Beijing Media Corporation Limited (the “**Company**”) dated 30 October 2009.

The board of directors (the “**Board**”) of the Company is pleased to announce that the EGM was held at 21st floor, Beijing Youth Daily Agency, Building A, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”) at 2:00 p.m. on Friday, 18 December 2009.

At the EGM, the proposed resolutions set out in the notice of the EGM was voted by poll.

The poll result in respect of the resolutions proposed at the EGM is as follows:

<b>Ordinary Resolutions</b>		<b>Number of Valid Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1	<b>THAT</b> , the equity transfer agreement dated 15 October 2009 (the “ <b>Equity Transfer Agreement</b> ”) and entered into between the Company and Beijing Youth Daily Agency (the “ <b>Parent</b> ”) in relation to the disposal of a 51% equity interest in Beijing China Open Promotion Company by the Company to the Parent (the “ <b>Disposal</b> ”), and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; and <b>THAT</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 Equity Transfer Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.	38,410,426 (99.999%)	500 (0.001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		

2	<b>THAT</b> , the annual caps for the three years ending 31 December 2012 for the transactions contemplated under the advertising business agreement dated 7 December 2004 (the “ <b>Advertising Business Agreement</b> ”) entered into between the Company and the Parent are hereby approved, ratified and confirmed; and <b>THAT</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 Business Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.	38,410,426 (99.999%)	500 (0.001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
3	<b>THAT</b> , the printing framework agreement dated 15 October 2009 (the “ <b>Printing Framework Agreement</b> ”) and entered into between Beijing Youth Daily Logistics Co., Ltd (“ <b>BYD Logistics</b> ”) and the Parent, and the annual caps for the three years ending 31 December 2012 for the transactions contemplated thereunder are hereby approved, ratified and confirmed; and <b>THAT</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 Printing Framework Agreement and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.	38,410,426 (99.999%)	500 (0.001%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.		
4	<b>THAT</b> , the advertising agreement dated 15 October 2009 and entered into between the Company and Beijing Beijing Advertising Limited and the advertising agreement dated 15 October 2009 and entered into between the Company and Beijing Today Sunshine Advertising Co., Ltd (the “ <b>Advertising Agreements</b> ”), and the annual caps for the three years ending 31 December 2012 for the transactions contemplated thereunder are hereby approved, ratified and confirmed; and <b>THAT</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 Agreements and completing the transactions contemplated thereunder with such changes as he may consider necessary, desirable or expedient.	38,410,426 (98.926%)	417,000 (1.074%)
	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 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 (the “**Parent**”) and its associates, directly and indirectly, holding an aggregate of 124,839,974 shares, representing approximately 63.27% of the total issued share capital of the Company, abstained from voting on the resolutions proposed at the EGM as disclosed in the circular dated 30 October 2009 of the Company (the “**Circular**”).

The total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM was 72,470,026 shares. There were no shares entitling the holders to attend and vote only against the resolutions proposed at the EGM and, save as the Parent and its associates, there were no restrictions on any shareholder casting votes on the resolutions proposed at the EGM. Save as disclosed above, no party has stated its intention to vote against the resolutions proposed at the EGM or to abstain from voting.

Shareholders and authorized proxies holding an aggregate of 163,667,400 shares, representing 82.95% 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 (HK) CPA Ltd., the international auditors of the Company, acted as the scrutineer for the vote-taking of the EGM.

By Order of the Board  
**Zhang Yanping**  
Chairman

Beijing, PRC, 18 December 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, Li Yigeng 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](http://www.bjmedia.com.cn).*