



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)

REVISED FORM OF PROXY FOR THE ANNUAL GENERAL MEETING FOR THE YEAR 2010 TO BE HELD ON FRIDAY, 13 MAY 2011

I/We^(Note 1) _____ of _____ being the registered holder(s) of _____ domestic shares/H shares^(Note 2) of RMB1.00 each in the capital of Beijing Media Corporation Limited (the "Company"), hereby appoint THE CHAIRMAN OF THE AGM^(Note 3), or/ _____ as my/our proxy to attend and act for me/us and on my/our behalf at the annual general meeting (the "AGM") of the Company to be held at 2:00 p.m. on Friday, 13 May 2011 at 21st Floor, Beijing Youth Daily Agency, Building A, No.23 Baijiazhuang Dongli, Chaoyang District, Beijing 100026, the People's Republic of China ("PRC"), and any adjournment thereof, for the purposes of considering and, if thought fit, passing the resolutions (with or without amendments) as set out in the notice convening the AGM and at the AGM, and any adjournment thereof, to vote for me/us and in my/our name(s) in respect of the resolution as hereunder indicated^(Note 4), and, if no such indication is given, as my/our proxy thinks fit. My/our proxy will also be entitled to vote on any matter properly put to the AGM other than that referred to in this notice in such manner as he/she thinks fit.

AS ORDINARY RESOLUTIONS	For ^(Note 4)	Against ^(Note 4)
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 2010.		
2. To consider and, if thought fit, to approve the report of the supervisory committee of the Company for the year ended 31 December 2010.		
3. To consider and, if thought fit, to approve the audited consolidated financial statements of the Company for the year ended 31 December 2010.		
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 RMB0.50 per share (tax inclusive) in an aggregate amount of approximately RMB98,655,000 for the year ended 31 December 2010, and to authorise the board of directors of the Company to implement the aforesaid distribution.		
5. To consider and, if thought fit, to approve the capital expenditure budget of the Company for the year of 2011.		
6. To consider and, if thought fit, to approve to cease to re-appoint SHINEWING (HK) CPA Limited as the international auditors of the Company, to appoint ShineWing Certified Public Accountants Co., Ltd. as the auditors of the Company for the year 2011, auditing the Company's financial statements in accordance with China Accounting Standard for Business Enterprises and undertaking the role of international auditors in compliance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and to authorise the audit committee of the board of directors of the Company, to determine its remuneration.		
7. To consider, if thought fit, to approve to pay each of the supervisors of the Company the remuneration in the amount of RMB20,000 per year (tax inclusive), and to authorise the chairman of the board of directors or any one executive director of the Company to execute a supplemental service contract or such other documents on behalf of the Company.		
8. To consider and, if thought fit, to approve the advertising services agreement and any supplemental agreement thereto dated 9 August 2010 (the "Advertising Services Agreements") entered between Beijing Transmedia Co., Ltd. and Beijing Trans-media Co., Ltd. and the proposed annual caps for the period from 9 August 2010 to 8 August 2012 for the transactions contemplated thereunder; and any one director of the Company be and is hereby authorised on behalf of the Company to execute all such documents, in such final form or with such amendments as that director may deem appropriate, and to do all such acts or things, as he/she may in his/her absolute discretion consider necessary or desirable, to give effect to the Advertising Services Agreements and the transactions contemplated therein.		
9. To consider and, if thought fit, to approve the exclusive advertising services agreement dated 12 April 2011 (the "Top Exclusive Advertising Services Agreement") entered between Beijing Top Advertising Co., Ltd. and Beijing Trans-media Co., Ltd. and the proposed annual caps for the period from 12 April 2011 to 31 December 2013 for the transactions contemplated thereunder; and any one director of the Company be and is hereby authorised on behalf of the Company to execute all such documents, in such final form or with such amendments as that director may deem appropriate, and to do all such acts or things, as he/she may in his/her absolute discretion consider necessary or desirable, to give effect to the Top Exclusive Advertising Services Agreement and the transactions contemplated therein.		

Signature(s)^(Note 5): _____

Date: _____ 2011

Notes:

- Please insert full name(s) and address(es) in **BLOCK LETTERS**.
- Please insert the number of shares (including domestic shares or H shares) registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares registered in your name(s).
- If any proxy other than the Chairman of the AGM is preferred, strike out the words "THE CHAIRMAN OF THE AGM" and insert the name and address of the proxy desired in the space provided. A shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
- This form of proxy must be signed by you or your attorney duly authorised in writing. In the case of a corporation, the same must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same. If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other document(s) of authorisation must be notarized.
- In case of joint holders of any share, any one of such joint holders may vote at the AGM, either personally or by proxy, in respect of such shares as if he is solely entitled thereto. However, if more than one of such joint holders are present at the AGM, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether personally or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).
- In order to be valid, the form of proxy together with the power of attorney or other document(s) of authorisation (if any) must be deposited with, (i) in the case of holders of domestic shares, the registered address of the Company at Building A, No. 23 Baijiazhuang Dongli, Chaoyang District, Beijing 100026, PRC; or (ii) in the case of holders of H shares, Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queens Road East, Wanchai, Hong Kong, not less than 24 hours before the time fixed for holding the AGM 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 AGM if he so wishes.
- The proxy need not be a member of the Company but must attend the AGM in person to represent you.
- Shareholders or their proxies attending the AGM shall produce their identity documents.