

NEWS RELEASE

CINEMAGE CAPITAL CORP.

Cinemage Capital Corp. announces major transaction and listing of common shares

Trading Symbol: "CIG"

December 14, 1999

Cinemage Capital Corp. ("Cinemage" or the "Corporation") announces that its common shares have been approved for listing on The Canadian Venture Exchange and will commence trading on December 15, 1999. The Corporation has completed a junior capital pool offering of 1,500,000 common shares for gross proceeds of \$300,000.

The Corporation is also pleased to announce that it has entered into a letter of intent effective November 25, 1999 with Advanced Cultural Technologies Inc. ("ACT") and Media West Technology (VCC) Corp. ("Media West") to purchase all of the issued and outstanding common shares of both ACT and Media West (collectively referred to as the "Acquisitions") as its "major transaction" subject to regulatory approval. The Acquisitions are non arm's length transactions.

ACT is a Vancouver based Internet company that has developed a software system for the delivery of multimedia content across the Internet. ACT's software system is an e-commerce system that supports several different models for the commercial distribution of digital content, including:

- Subscription based purchases to applications or publication services;
- Pay per view or "pay per click" services; and
- Sale of digital goods (pictures, postcards, songs, documents, software, data modules, etc.) based on individually priced items.

ACT currently operates an Internet portal at www.cinemage.com using its software system. Several application services are currently available on the portal, including the World Heritage Exchange for the distribution of arts and cultural multimedia information. ACT has also entered into a non arm's length marketing agreement with Cinemage Software LP for the sale of licenses to operate its software.

Media West was incorporated as the financing arm of the ACT group of companies. The main asset of Media West is its ownership of 2,087,945 Class A preferred shares of ACT.

The general terms for the Acquisitions are as follows:

1. The Corporation shall make an offer to all common shareholders of ACT and Media West to purchase 100% of the issued and outstanding common shares of both ACT and Media West. It is anticipated that the Acquisitions will be structured as a non-exempt securities exchange takeover transaction in Alberta and British Columbia.
2. Subject to regulatory approval, it is anticipated that:
 - a) For every one common share of ACT outstanding, the Corporation will issue two common shares at a deemed price of \$0.20 per share; and
 - b) for every one common share of Media West outstanding, the Corporation will issue two common shares at a deemed price of \$0.20 per share.

3. Currently, ACT has 2,087,946 common shares and 2,087,945 Class A preferred shares outstanding. All common shares are presently owned by Edgar Froese, the President and a director of the Corporation, who has agreed to tender his common shares of ACT to the takeover bid described above. All Class A preferred shares of ACT are owned by Media West. Media West, in turn, currently has 4,371,641 common shares outstanding. The purchase of the common shares of Media West will result, indirectly in the Corporation owning all of the outstanding share capital in ACT.
4. In addition, Media West is currently completing a private placement of up to 500,000 common shares for \$1.00 per shares and 50,000 common shares for \$1.20 per share for total proceeds of \$560,000. Media West will use the proceeds to acquire 560,000 preferred shares of ACT. Mr. Froese has the right to subscribe for and receive once common share for every preferred share issued, so as to maintain a controlling 50 per cent interest. As such ACT will issue up to 560,000 additional common shares to have 2,647,946 common shares outstanding. It is intended that the Corporation will offer to purchase all additional common shares of Media West issued pursuant to this private placement on the same terms as described above.
5. In aggregate (and assuming full subscription under the Media West private placement of 550,000 common shares), it is anticipated that the Corporation will issue up to 15,139,174 common shares pursuant to the Major Transaction, for aggregate consideration of approximately \$3,027,834.80.

The Corporation also intends to issue stock options to acquire up to the maximum number of common shares available, at a price of \$0.20 per share. These options will be issued to the directors, officers and employees of the Corporation and its subsidiaries following completion of or in conjunction with its major transaction.

The Corporation is a Junior Capital Pool Corporation and the Acquisitions are intended to constitute the Corporation's Major Transaction pursuant to Rule 46-501 of the Alberta Securities Commission and Circular No. 7 of the Alberta Stock Exchange (the predecessor of the Canadian Venture Exchange). As such, the transaction is subject to final approval by The Canadian Venture Exchange.

FOR FURTHER INFORMATION, PLEASE CONTACT MR. EDGAR FROESE AT (604) 669-0699 OR BY ELECTRONIC MAIL AT FROESE@CINEMAGE.COM.

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