



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 31/12/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer SINOMEDIA HOLDING LIMITEDDate Submitted 03/01/2017**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 00623 Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>(HKD) | Authorised share<br>capital<br>(HKD) |
|-------------------------------------|---------------------------|--------------------|--------------------------------------|
| Balance at close of preceding month | —                         | —                  | —                                    |
| Increase/(decrease)                 | —                         |                    | —                                    |
| Balance at close of the month       | —                         | —                  | —                                    |

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|-------------------------------------------------|
| Balance at close of preceding month | —                         | —                                | —                                               |
| Increase/(decrease)                 | —                         |                                  | —                                               |
| Balance at close of the month       | —                         | —                                | —                                               |

## 2. Preference Shares

|                                     |                             |                                  |                                                 |
|-------------------------------------|-----------------------------|----------------------------------|-------------------------------------------------|
| Stock code :                        | _____                       | Description :                    | _____                                           |
|                                     | No. of preference<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | —                           | —                                | —                                               |
| Increase/(decrease)                 | —                           |                                  | —                                               |
| Balance at close of the month       | —                           | —                                | —                                               |

## 3. Other Classes of Shares

|                                     |                                   |                                  |                                                 |
|-------------------------------------|-----------------------------------|----------------------------------|-------------------------------------------------|
| Stock code :                        | _____                             | Description :                    | _____                                           |
|                                     | No. of other<br>classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | —                                 | —                                | —                                               |
| Increase/(decrease)                 | —                                 |                                  | —                                               |
| Balance at close of the month       | —                                 | —                                | —                                               |

Total authorised share capital at the end of the month (HKD): \_\_\_\_\_ N/A

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |     | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----|-------------------------|--------------------------------|
|                                       | (1)                    | (2) |                         |                                |
| Balance at close of preceding month   | <b>540,747,370</b>     | —   | —                       | —                              |
| Increase/ (decrease) during the month | (5,415,000)            | —   | —                       | —                              |
| Balance at close of the month         | <b>535,332,370</b>     | —   | —                       | —                              |

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month |           |           |        | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------------------------------------------------------------------------------------|---------------------------|-----------|-----------|--------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
|                                                                                                          | Granted                   | Exercised | Cancelled | Lapsed |                                                                      |                                                                                           |
| 1.<br>Share option scheme adopted on 29 /6 /2007<br>Ordinary shares<br>(Note 1)                          | —                         | —         | —         | —      | —                                                                    | 10,320,000                                                                                |
| 2.<br>Share option scheme adopted on 27 /5/2008<br>Ordinary shares<br>(Note 1)                           | —                         | —         | —         | —      | —                                                                    | 13,753,000                                                                                |
| 3. —<br><br><br>( / / )<br>shares<br>(Note 1)                                                            |                           |           |           |        |                                                                      |                                                                                           |
| Total A. (Ordinary shares)                                                                               |                           |           |           |        | —                                                                    |                                                                                           |
| (Preference shares)                                                                                      |                           |           |           |        | —                                                                    |                                                                                           |
| (Other class)                                                                                            |                           |           |           |        | —                                                                    |                                                                                           |
| Total funds raised during the month from exercise of options (HKD)                                       |                           |           |           |        | —                                                                    |                                                                                           |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                                                                                                                                                           | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. —<br>_____<br>_____<br>_____                                                                                                                                                                                    | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 2. —<br>_____<br>_____<br>_____                                                                                                                                                                                    | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 3. —<br>_____<br>_____<br>_____                                                                                                                                                                                    | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| 4. —<br>_____<br>_____<br>_____                                                                                                                                                                                    | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| (   /   /   )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable) _____<br>(dd/mm/yyyy) _____ (   /   /   ) | _____                           | _____                                           | _____                            | _____                                     | _____                                                                                  | _____                                                                                                          |
| Total B.    (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____                                                                                                                            |                                 |                                                 |                                  | _____                                     | _____                                                                                  | _____                                                                                                          |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description                          | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|------------------------------------------------|--------------------------------|------------------------------------|----------------------------|------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. —                                           |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 2. —                                           |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 3. —                                           |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| 4. —                                           |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                            |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |                                                                      |                                                                                           |
| Total C. (Ordinary shares)                     |                                |                                    |                            |                              | —                                                                    |                                                                                           |
| (Preference shares)                            |                                |                                    |                            |                              | —                                                                    |                                                                                           |
| (Other class)                                  |                                |                                    |                            |                              | —                                                                    |                                                                                           |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. —<br>_____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                  |                                                                      |                                                                                           |
| 2. —<br>_____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                  |                                                                      |                                                                                           |
| 3. —<br>_____<br>_____<br>_____<br>( / / )<br>shares ( <i>Note 1</i> )                                  |                                                                      |                                                                                           |
| Total D. (Ordinary shares)                                                                              | —                                                                    |                                                                                           |
| (Preference shares)                                                                                     | —                                                                    |                                                                                           |
| (Other class)                                                                                           | —                                                                    |                                                                                           |

## Other Movements in Issued Share Capital

| Other Movements in Issued Share Capital |              |                              |                                                                                                                                                        | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|-----------------------------------------|--------------|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| Type of Issue                           |              |                              |                                                                                                                                                        |                                                                                  |                                                                                                             |
| 1.                                      | Rights issue | At price : State<br>currency | Class of shares issuable<br>(Note 1) _____<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date:<br>(dd/mm/yyyy) ( / / ) | _____                                                                            | _____                                                                                                       |
| 2.                                      | Open offer   | At price : State<br>currency | Class of shares issuable<br>(Note 1) _____<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date:<br>(dd/mm/yyyy) ( / / ) | _____                                                                            | _____                                                                                                       |
| 3.                                      | Placing      | At price : State<br>currency | Class of shares issuable<br>(Note 1) _____<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date:<br>(dd/mm/yyyy) ( / / ) | _____                                                                            | _____                                                                                                       |
| 4.                                      | Bonus issue  |                              | Class of shares issuable<br>(Note 1) _____<br><br>Issue and allotment<br>date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date:<br>(dd/mm/yyyy) ( / / ) | _____                                                                            | _____                                                                                                       |

|                            |                              |                                                                                                                                                        | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant thereto            | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| Type of Issue              |                              |                                                                                                                                                        |                                                                                             |                                                                                                             |
| 5. Scrip dividend          | At price : State<br>currency | <div>Class of shares issuable<br/>(Note 1)</div> <div>Issue and allotment<br/>date : (dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> | <div>( / / )</div> <div>( / / )</div>                                                       |                                                                                                             |
| 6. Repurchase of<br>shares |                              | <div>Class of shares<br/>repurchased (Note 1)</div> <div>Cancellation date :<br/>(dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div>     | <div>Ordinary shares</div> <div>(07/12/2016)<br/>(28/12/2016)</div> <div>(15/06/2016)</div> | <div>(2,623,000)<br/>(2,792,000)</div> <div><u>(5,415,000)</u></div> <div>N/A</div>                         |
| 7. Redemption of<br>shares |                              | <div>Class of shares<br/>redeemed (Note 1)</div> <div>Redemption date :<br/>(dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div>          | <div>( / / )</div> <div>( / / )</div>                                                       |                                                                                                             |
| 8. Consideration issue     | At price : State<br>currency | <div>Class of shares issuable<br/>(Note 1)</div> <div>Issue and allotment<br/>date : (dd/mm/yyyy)</div> <div>EGM approval date:<br/>(dd/mm/yyyy)</div> | <div>( / / )</div> <div>( / / )</div>                                                       |                                                                                                             |

For Main Board and GEM listed issuers

|                               |                                    |                                                                                                                                               | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant thereto | No. of new<br>shares of issuer<br>which may be<br>issued pursuant<br>thereto as at<br>close of the<br>month |
|-------------------------------|------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| Type of Issue                 |                                    |                                                                                                                                               |                                                                                  |                                                                                                             |
| 9. Capital<br>reorganisation  |                                    | Class of shares issuable _____<br><i>(Note 1)</i><br><br>Issue and allotment<br>date : (dd/mm/yyyy)<br><br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )                                                                          | ( / / )                                                                                                     |
|                               |                                    |                                                                                                                                               | _____                                                                            | _____                                                                                                       |
| 10. Other<br>(Please specify) | At price : State<br>currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br><br>Issue and allotment<br>date : (dd/mm/yyyy)<br><br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )                                                                          | ( / / )                                                                                                     |
|                               |                                    |                                                                                                                                               | _____                                                                            | _____                                                                                                       |
| Total E.                      |                                    |                                                                                                                                               | (Ordinary shares)                                                                | —                                                                                                           |
|                               |                                    |                                                                                                                                               | (Preference shares)                                                              | —                                                                                                           |
|                               |                                    |                                                                                                                                               | (Other class)                                                                    | —                                                                                                           |

|                                                                                                                         |     |             |
|-------------------------------------------------------------------------------------------------------------------------|-----|-------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | (5,415,000) |
|                                                                                                                         | (2) | —           |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | —           |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | —           |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> |     |             |

Remarks (if any):

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Submitted by: Wang Yingda

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*