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SinoMedia[®]

SINOMEDIA HOLDING LIMITED

中視金橋國際傳媒控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 623)

**(1) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
(2) PROPOSED APPOINTMENT OF INDEPENDENT
NON-EXECUTIVE DIRECTOR AND
(3) PROPOSED CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Retirement of Independent Non-Executive Director

The board (“**Board**”) of directors (“**Directors**” and each a “**Director**”) of SinoMedia Holding Limited (“**Company**”) announces that Mr. Lian Yuming (“**Mr. Lian**”), an independent non-executive Director who will hold office until the conclusion of the coming Annual General Meeting of the Company to be held on 6 June 2019 (“**AGM**”) and being eligible to offer himself for re-election at the AGM, has notified the Company that he will not seek for re-election at the AGM. Accordingly, Mr. Lian will retire as an independent non-executive Director and will also cease to be a member of each of the Audit Committee, Remuneration Committee and Nomination Committee of the Company at the conclusion of the AGM.

Mr. Lian has confirmed that he has no disagreement with the Board and that he is not aware of any matter in relation to his retirement that needs to be brought to the attention of the shareholders of the Company (“**Shareholders**”).

The Board would like to express its sincere gratitude to Mr. Lian for his valuable contributions to the Company during his tenure of service.

Proposed Appointment of Independent Non-Executive Director

Pursuant to Article 109 of the Articles of Association of the Company, the Board proposes to appoint Ms. Ip Hung (“**Ms. Ip**”) as an independent non-executive Director, subject to the approval by the Shareholders at the AGM.

Ms. Ip, aged 49, worked in SBI E2 Capital Group from June 2000 to October 2008, and was the head of equity before leaving office. Ms. Ip was the chief executive of Oriental Patron Securities Limited from April 2009 to November 2016 and has been an investment committee member of Oriental Patron Financial Group during the period. Prior to working

in the finance industry, she was a financial reporter of Hong Kong Economic Journal. Ms. Ip is currently a director of Oriental Patron Securities Limited and the founding vice chairman of Hong Kong Youth Symphonic Orchestra Charity Limited. Ms. Ip obtained a bachelor degree in communication from Hong Kong Baptist University in 1992, and a master degree in humanities from Warwick University in 2002.

Subject to approval by the Shareholders at the AGM, Ms. Ip will enter into a letter of appointment with the Company for a term of three years, subject to the retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles and the Listing Rules. Ms. Ip will be entitled to an annual director's fee of HKD200,000, subject to annual review by the remuneration committee of the Company. Such emolument is determined with reference to her experience, duties and responsibilities within the Company as well as the Company's performance and the prevailing market conditions.

Ms. Ip does not have any relationship with any Director, senior management, or substantial or controlling shareholders (as defined under the Listing Rules) of the Company. As at the date of this announcement, Ms. Ip does not have any 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).

Save as disclosed above, there is no other information in respect of Ms. Ip be disclosed pursuant to Rules 13.51(2)(h) to (w) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and there is no other matter that needs to be brought to the attention of the Shareholders in relation to Ms. Ip's appointment.

Proposed Changes in Composition of the Board Committees

Following the retirement of Mr. Lian, and subject to Ms. Ip being appointed as an independent non-executive Director at the AGM, the following are the proposed changes in composition of the Board committees of the Company which shall take effect from 6 June 2019:

- (1) Mr. Lian will cease to be a member of each of the Audit Committee, Remuneration Committee and Nomination Committee; and
- (2) Ms. Ip will be appointed as a member of each of the Audit Committee, Remuneration Committee and Nomination Committee.

By order of the Board
Chen Xin
Chairman

Hong Kong, 17 April 2019

As at the date of this announcement, the Board comprises Mr. Chen Xin, Ms. Liu Jinlan and Mr. Li Zongzhou as executive directors, and Mr. Qi Daqing, Mr. Lian Yuming, Ms. Wang Xin and Mr. He Hui David as independent non-executive directors.