

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8087)**

**(1) CHANGE OF CHIEF FINANCIAL OFFICER, COMPANY SECRETARY  
AND AUTHORISED REPRESENTATIVE; AND  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board hereby announces that with effect from 31 May 2014:

1. Mr. Lee Man Tai has resigned as (i) the chief financial officer of the Company, (ii) the company secretary of the Company, (iii) an authorised representative of the Company pursuant to Rule 5.24 of the GEM Listing Rules and (iv) an authorised representative of the Company for accepting service of process and notices in Hong Kong on its behalf under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong); and
2. Mr. Siu Shing Tak has been appointed as (i) the chief financial officer of the Company, (ii) the company secretary of the Company, (iii) an authorised representative of the Company pursuant to Rule 5.24 of the GEM Listing Rules and (iv) an authorised representative of the Company for accepting service of process and notices in Hong Kong on its behalf under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

The Board further announces that with effect from 3 June 2014, Mr. Teng Tai has been appointed as an independent non-executive Director.

**CHANGE OF CHIEF FINANCIAL OFFICER, COMPANY SECRETARY AND  
AUTHORISED REPRESENTATIVE**

The board (the “**Board**”) of directors (the “**Director(s)**”) of China 33 Media Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Lee Man Tai (“**Mr. Lee**”) has tendered his resignation as (i) the chief financial officer of the Company, (ii) the company secretary of the Company, (iii) an authorised representative of the Company pursuant to Rule 5.24 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and (iv) an authorised representative of the Company for accepting service of process and notices in Hong Kong on its behalf under Part

16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 31 May 2014 due to his own career development. Mr. Lee has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of the shareholders of the Company in respect of his resignation.

The Board further announces that Mr. Siu Shing Tak (“**Mr. Siu**”) has been appointed as (i) the chief financial officer of the Company, (ii) the company secretary of the Company, (iii) an authorised representative of the Company pursuant to Rule 5.24 of the GEM Listing Rules and (iv) an authorised representative of the Company for accepting service of process and notices in Hong Kong on its behalf under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 31 May 2014.

Mr. Siu, aged 30, graduated from Walter A. Haas School of Business of the University of California, Berkeley in 2005 with a bachelor degree in Science in Business Administration. He is a certified public accountant of American Institute of Certified Public Accountant since 2010. He has over eight years of experience in accounting, auditing and internal control. Before he joined the Group as the group investor director and internal control director in May 2013, he worked in an international auditors firm during which he engaged auditing work of listed companies and initial public offering projects and two listed companies during which he was responsible for the internal audit, internal control and daily financial operation for those companies and assisting those companies in their transactions and compliance with the applicable rules and regulations.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lee for his valuable contribution to the Company during his tenure of services and welcome Mr. Siu on his new appointment in the Company.

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. Teng Tai (“**Mr. Teng**”) has been appointed as an independent non-executive Director with effect from 3 June 2014.

Mr. Teng, aged 40, graduated from Lanzhou University with a bachelor degree in economics in 1995. He received his master degree in economics from Fudan University in 1998. In 2003, he obtained his doctorate degree in economics from 上海社科院世界經濟研究所 (World Economics Institute of Shanghai Academy of Social Sciences). Mr. Teng has about 16 years of experience in economics and assets management. From July 1998 to June 2002, he worked as analyst and head of industry research department and institutional investors department of Haitong Securities. From July 2002 to April 2005, he worked as the general manager of assets management department and head of fund investment department of SooChow Securities. From April 2005 to May 2010, he worked as the chief economist, head of research institute and general manager of China Galaxy Securities. From May 2010 to June 2012, he worked as the vice-president and chief economist of Minsheng Securities. Starting from July 2012, he is the chairman of the board of directors of Winbro Asset Management Co., Ltd. and the head of Winbro Economic Research Institute. Starting from 2003, Mr. Teng has made various economics-related publications.

Mr. Teng has not at any time during the three years preceding the date of this announcement served nor is currently serving as a director of any other publicly listed companies in Hong Kong or overseas. Pursuant to the appointment letter dated 27 May 2014 entered into

between the Company and Mr. Teng, the appointment of Mr. Teng as an independent non-executive Director is for an initial term of one year commencing from 3 June 2014 which shall be renewed and extended automatically for successive terms of one year and may be terminated by either party by giving at least three months' written notice after the initial term. His appointment is subject to the retirement by rotation in accordance with the articles of association of the Company. Mr. Teng is entitled to a director's fee of HK\$180,000 per annum for his directorship with the Company based on the appointment letter. The emolument of Mr. Teng is determined by the Board with reference to his duties, responsibilities and the results of the Group.

As at the date of this announcement, Mr. Teng does not have any interest in the shares, underlying shares or debenture in the Company within the meaning of Part XV of the SFO. As at the date of this announcement, Mr. Teng is not related to any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the GEM Listing Rules) of the Company. There is no other information which is discloseable nor is/was he involved in any matters required to be disclosed pursuant to any of the requirements under Rules 17.50(2) of the GEM Listing Rules and there are no other matters concerning Mr. Teng that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Teng to join the Board.

By Order of the Board  
**China 33 Media Group Limited**  
**Ruan Deqing**  
*Chairman and Executive Director*

Hong Kong, 3 June 2014

*As at the date of this announcement, the executive Directors are Mr. Ruan Deqing (Chairman), Mr. Lin Pintong and Mr. Han Wenqian; the non-executive Directors are Mr. Wang Fuqing and Mr. Wang Jianqing; and the independent non-executive Directors are Mr. Chen Shaofeng, Ms. Tay Sheve Li, Mr. Su Naimin and Mr. Teng Tai.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least seven days from the date of its posting and the Company's website at [www.china33media.com](http://www.china33media.com).*