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CHINA DATA
BROADCASTING

China Data Broadcasting Holdings Limited

(中華數據廣播控股有限公司)*

(incorporated in Bermuda with limited liability)

ANNOUNCEMENT

UNUSUAL INCREASES IN PRICE AND VOLUME OF THE SHARES

The Board of the Company noted that the increases in price and volume of the shares of the Company on 13 February 2004 and wishes to state that the Board is not aware of any reasons for such increases save for Apex, the Company’s substantial shareholder, made on market purchases on that date for 11,040,000 Shares representing approximately 3.46% of the total issued shares of the Company.

On 20 February 2004, Mr. David Ji and Apex made the off-the market purchases for 10,000,000 and 20,000,000 Shares, respectively, representing 3.14% and 6.29% of the total issued Shares of the Company respectively (together with the on market purchases made on 13 February 2004 referred herein as the “Subject Share Acquisitions”).

The Board understand that the Executive of the Securities and Futures Commission granted the confirmation on 9 March 2004 that Apex is not obliged to make a general offer for all the issued shares of the Company as a result of the Subject Share Acquisition.

Shareholders of the Company and potential investors are advised to exercise cautious when dealing in the Shares.

Trading in Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 16 February 2004 at the request of the Company pending the release of this announcement. An application has been made by the Company for the resumption of trading in Shares with effect from 9:30 a.m. on 12 March 2004.

This announcement is made at the request of The Stock Exchange of Hong Kong Limited.

* For identification purpose only

The board of directors (the “Board”) of China Data Broadcasting Holdings Limited (the “Company”) noted that the increases in price and volume of the shares of the Company on 13 February 2004 and wishes to state that the Board is not aware of any reasons for such increases save for Apex Digital, Inc. (“Apex”), the Company’s substantial shareholder, made on market purchases on that date for 11,040,000 Shares representing approximately 3.46% of the total issued shares of the Company.

On 20 February 2004, Mr. David Ji Long Fen (“Mr. Ji”), the Company’s director and the controlling shareholder of Apex, and Apex made the off-the market purchases for 10,000,000 and 20,000,000 Shares, respectively, representing 3.14% and 6.29% of the total issued Shares of the Company respectively (together with the on market purchases made on 13 February 2004 referred herein as the “Subject Share Acquisitions”).

The shareholdings of Apex and Mr. Ji in the Company before and after the Subject Share Acquisitions are as follows:

| Name of shareholders | Before the Subject Share Acquisitions | | After the Subject Share Acquisitions | |
|---|---------------------------------------|------------------------|--------------------------------------|------------------------|
| | Number of China Data Shares | Approximate percentage | Number of China Data Shares | Approximate percentage |
| Apex | 118,257,340 | 37.19% | 149,297,340 | 46.95% |
| Mr. Ji | 47,700,000 | 15.00% | 57,700,000 | 18.14% |
| | 165,957,340 | 52.19% | 206,997,340 | 65.09% |
| Mr. Xu Gaohui ^{(3)/*} | 22,350,000 | 7.03% | 22,350,000 | 7.03% |
| Mr. Mark Lau ^{(3)/*} | 15,900,000 | 5.00% | 15,900,000 | 5.00% |
| Ms. Bu Dongmei* | 15,880,000 ⁽¹⁾ | 4.99% | 15,880,000 | 4.99% |
| Mr. Wang Guangxin* | 15,899,000 ⁽²⁾ | 4.99% | – | 0.00% |
| Ms. Kou Yue ^{(4)/*} | 14,816,000 | 4.67% | 715,000 | 0.23% |
| Apex and its parties acting in concert | 250,802,340 | 78.87% | 261,842,340 | 82.34% |
| Other shareholders* | 67,197,660 | 21.13% | 56,157,660 | 17.66% |
| | 318,000,000 | 100.00% | 318,000,000 | 100.00% |

Notes:

- (1) Shareholding as per the last declaration of interests filing (“SFO Filing”) made by Ms. Bu pursuant to the Securities and Futures Ordinance. Ms. Bu ceased to be required to make SFO Filing as from 13 January 2004 on which her interests in China Data drops below 5% and are assumed to remain unchanged after the Subject Share Acquisitions. Ms. Bu was an ex-director of the Company and has resigned as a director with effect from 1 January 2004.
- (2) Shareholding as per the last SFO Filing made by Mr. Wang pursuant to the Securities and Futures Ordinance. Mr. Wang ceased to be required to make SFO Filing as from 29 December 2003, on which his interests in China Data drops below 5%. Mr. Wang was an ex-director of the Company and has resigned as a director with effect from 30 June 2003.

- (3) Mr. Xu and Mr. Lau were nominated by Apex as senior executives of the Company and its subsidiaries after the completion of the General offer on 30 June 2003.
- (4) Ms. Kou is the employee of the Company.
- * These are considered as public shareholders.

The aggregate shareholding of public Shareholders amount to 152,042,660 Shares (representing 47.81% of the total issued Shares of the Company) before the Subject Share Acquisitions and 111,002,660 Shares (representing 34.91% of the total issued Shares of the Company) after the Subject Share Acquisitions, respectively.

The Board understand that the Executive of the Securities and Futures Commission granted the confirmation on 9 March 2004 that Apex is not obliged to make a general offer for all the issued shares of the Company as a result of the Subject Share Acquisition.

Save for the above, the Board confirms that there are no negotiations relating to intended acquisitions or realizations which are discloseable under Chapter 19 to 20 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange (the “GEM Listing Rules”), neither are the Board aware of any matter discloseable under the general obligation imposed by Rule 17.10 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

Shareholders of the Company and potential investors are advised to exercise cautious when dealing in the Shares.

Trading in Shares on the Stock Exchange was suspended with effect from 9:30 a.m. on 16 February 2004 at the request of the Company pending the release of this announcement. An application has been made by the Company for the resumption of trading in Shares with effect from 9:30 a.m. on 12 March 2004.

BY ORDER OF THE BOARD
David Ji Long Fen
Chairman

Hong Kong, 11 March 2004

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:– (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting thereon.