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MEDIA CHINESE INTERNATIONAL LIMITED

世界華文媒體有限公司

(Incorporated in Bermuda with limited liability)

(Malaysia Company No. 995098-A)

(Hong Kong Stock Code: 685)

(Malaysia Stock Code: 5090)

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)

Please refer to the attached announcement on the next page.

1 February 2013

As at the date of this announcement, the Board comprises Tan Sri Datuk Sir Tiong Hiew King, Dato' Sri Dr Tiong Ik King, Mr Tiong Kiew Chiong, Mr Ng Chek Yong and Ms Siew Nyoke Chow, being executive Directors; Mr Leong Chew Meng, being non-executive Director; and Mr David Yu Hon To, Tan Sri Dato' Lau Yin Pin and Temenggong Datuk Kenneth Kanyan Anak Temenggong Koh, being independent non-executive Directors.

General Announcement

Reference No. MC130131-36834

Company Name : **MEDIA CHINESE INTERNATIONAL LIMITED**
Stock Name : **MEDIAC**
Date Announced : **01/02/2013**

Type : **Announcement**
Subject : **OTHERS**

Description : **MEDIA CHINESE INTERNATIONAL LIMITED**
- **ACQUISITIONS OF NEW BVI SUBSIDIARIES AND INTERNAL RE-ORGANISATION OF ONE MEDIA (Announcement pursuant to paragraphs 9.19(5) and 9.19(23) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)**

Announcement Details / Table Section:

The Board of Directors of the Company wishes to announce that on 31 January 2013, One Media Group Limited (“One Media”) through its subsidiaries has acquired the following subsidiaries which were incorporated in the British Virgin Islands (“BVI”):

Name of BVI Subsidiaries	Date of Incorporation	Principal Business Activities	Issued and Paid-up Share Capital	No. of Shares Acquired/Held by its Respective Shareholder(s)
Enston Investment Limited (“Enston”)	12 December 2012	Investment holding	1 share at no par value of HK\$1	1 share held by One Media Holdings Limited (“OMH”)
Loka Investment Limited (“Loka”)	12 December 2012	Investment holding	1 share at no par value of HK\$1	1 share held by OMH
Best Gold Resources Limited (“Best Gold”)	1 August 2012	Investment holding	1 share at no par value of HK\$1	1 share held by Loka
Tronix Investment Limited	2 January 2013	Investment holding	1 share at no par value of HK\$1	1 share held by Loka
Polyman Investment Limited (“Polyman”)	2 January 2013	Investment holding	1 share at no par value of HK\$1	1 share held by OMH
One Media Investment Limited	28 January 2013	Investment holding	1 share at no par value of HK\$1	1 share held by OMH

Further, the following internal re-organisation (the “One Media Internal Re-organisation”), which includes the transfers of certain existing subsidiaries of One Media to the above new BVI subsidiaries, will be implemented effective on 1 February 2013:

- a) OMH will transfer 10 ordinary shares of US\$1 each representing all its interest in Top Plus Limited (“Top Plus”) to Enston for a consideration of US\$10.
- b) OMH will transfer 1 ordinary share of US\$1 each representing all its interest in Media2U (BVI) Company Limited (“M2U”) to Polyman for a consideration of US\$1.
- c) OMH will transfer 1 share at no par value representing all its interest in Sky Success Enterprises Limited (“Sky Success”) to Polyman for a consideration of US\$1.
- d) Top Plus will transfer 10 ordinary shares of HK\$1 each representing all its interest in One Media (HK) Limited (“OMHK”) to Best Gold for a consideration of HK\$10.
- e) Sky Success will transfer 1 share at no par value representing all its interest in Media Connect Investment Limited (“Media Connect”) to Loka for a consideration of HK\$1.

The Company is a substantial shareholder of One Media with an indirect shareholding of 292,700,000 shares, representing 73.18% of the entire issued and paid-up capital of One Media. One Media is an exempted company incorporated in the Cayman Islands with limited liability whose shares have been listed on the main board of The Stock Exchange of Hong Kong Limited since 18 October 2005.

Each of OMH, Top Plus, M2U, Sky Success, OMHK and Media Connect is indirectly, wholly and beneficially owned by One Media. The principal activities of these companies are investment holding. After completion of the One Media Internal Re-organisation, Top Plus, M2U Sky Success, OMHK and Media Connect remain indirect wholly-owned subsidiaries of One Media.

The acquisitions of new BVI subsidiaries and One Media Internal Re-organisation will improve One Media’s organisation structure so as to achieve efficiency in its management and future business development.

The acquisitions of new BVI subsidiaries and One Media Internal Re-organisation will be satisfied in cash and would not have any material impact on the consolidated earnings and net tangible assets of the Company and its subsidiaries for the financial year ending 31 March 2013.

The Directors of the Company are of the opinion that the acquisitions of new BVI subsidiaries and One Media Internal Re-organisation are in the best interests of the Company and its shareholders as a whole.

None of the Directors and/or major shareholders of the Company and/or persons connected with them has any interest, direct or indirect, in the acquisitions of new BVI subsidiaries and One Media Internal Re-organisation.

This announcement is dated 1 February 2013.