

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.



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 13.09(2) 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.

19 September 2011

As at the date of this announcement, the Board comprises Tan Sri Datuk Sir Tiong Hiew King, Mr Tiong Kiu King, Dato' Sri Dr Tiong Ik King, Mr Tiong Kiew Chiong, Ms Siew Nyoke Chow and Ms Sim Sai Hoon, 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. MC-110919-493E4

Company Name : **MEDIA CHINESE INTERNATIONAL LIMITED**
Stock Name : **MEDIAC**
Date Announced : 19/9/2011

Type : Announcement
Subject : OTHERS

Description : Internal Re-organisation (Announcement pursuant to paragraph 9.19(5) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)
1) Transfer of Beijing Media Advertising Company Limited from Media2U Company Limited to MediaNet Advertising Limited
2) Transfer of MediaNet Advertising Limited from Media2U Company Limited to Sky Success Enterprises Limited

Announcement Details / Table Section:

The Board of Directors of the Company is pleased to announce that Beijing Media Advertising Company Limited (formerly known as Beijing Times Resource Advertising Company Limited (“BJ MA”), Media2U Company Limited (“M2U”), MediaNet Advertising Limited (“MNA”) and Sky Success Enterprises Limited (“Sky Success”), all being indirect wholly-owned subsidiaries of One Media Group Limited (“OMG”), propose to undertake internal re-organisations in which (1) M2U will transfer all its interests in BJ MA to MNA for a consideration of RMB3,500,000; and (2) M2U will transfer 100 shares of HK\$1 each representing all its interest in MNA to Sky Success for a consideration of HK\$100 (collectively known as the “OMG Internal Re-organisation”). The OMG Internal Re-organisation will be effective on 19 September 2011.

This announcement is dated 19 September 2011.

OMG Internal Re-organisation

Beijing Media Advertising Company Limited 北京世華廣告有限公司 (formerly known as Beijing Times Resource Advertising Company Limited 北京時代潤誠廣告有限公司) (“BJ MA”), Media2U Company Limited (“M2U”), MediaNet Advertising Limited (“MNA”) and Sky Success Enterprises Limited (“Sky Success”), all being indirect wholly-owned subsidiaries of One Media Group Limited (“OMG”), propose to undertake internal re-organisations in which 1) M2U will transfer all its interests in BJ MA to MNA for a consideration of RMB3,500,000; and 2) M2U will transfer 100 shares of HK\$1 each representing all its interest in MNA to Sky Success for a consideration of HK\$100 (collectively known as the “OMG Internal Re-organisation”). The OMG Internal Re-organisation will be effective on 19 September 2011.

The Company is a substantial shareholder of OMG with an indirect shareholding of 292,700,000 shares, representing 73.18% of the entire issued and paid-up capital of OMG. OMG 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.

The principal activities of BJ MA include, among others, magazines advertising business in the PRC and BJ MA is currently directly owned by M2U. The principal activities of MNA is investment holding and MNA is currently directly owned by M2U. After completion of the OMG Internal Re-organisation, BJ MA becomes a wholly-owned subsidiary of MNA and MNA becomes a wholly-owned subsidiary of Sky Success, all of which are indirect wholly-owned subsidiaries of OMG.

The OMG Internal Re-organisation will enable OMG to further develop its business in the PRC.

The OMG Internal Re-organisation will be satisfied in cash and would not have any impact on the earnings and net tangible assets of the Company and its subsidiaries for the financial year ending 31 March 2012.

The Directors of the Company are of the opinion that the OMG Internal Re-organisation is in the best interests of the Company and its shareholders as a whole.