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*This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Culture Landmark Investment Limited and KH Investment Holdings Limited.*



**CULTURE LANDMARK  
INVESTMENT LIMITED**

*(incorporated in Bermuda with  
limited liability)*

**(stock code: 674)**



**KH INVESTMENT HOLDINGS LIMITED**

**嘉匯投資控股有限公司\***

*(incorporated in the Cayman Islands and  
continued in Bermuda with limited liability)*

**(stock code: 8172)**

**JOINT ANNOUNCEMENT  
RESTORATION OF PUBLIC FLOAT OF KH INVESTMENT HOLDINGS LIMITED**

KH Investment has been informed by the Offeror that an aggregate of 27,000,000 KH Shares, representing approximately 5.34% of the issued share capital of KH Investment, being held by the Offeror have been placed by REORIENT (as the placing agent) to investors who are independent of and not connected persons of the Offeror, Culture Landmark and KH Investment. The Placing took place on 8 March 2012. None of the investors is expected to become a substantial shareholder of KH Investment after the Placing.

After the Placing, a total of 126,643,710 KH Shares, representing approximately 25.05% of the issued share capital of KH Investment are held by public KH Shareholders.

Reference is made to (1) the composite offer and response document (the “Composite Document”) jointly issued by New Asia Media Development Limited (the “Offeror”), Culture Landmark Investment Limited (“Culture Landmark”) and KH Investment Holdings Limited (“KH Investment”) dated 10 February 2012 in relation to, among other things, the Share Offer, and (2) the joint announcement dated 2 March 2012 (the “Joint Announcement”) which were jointly issued by the Offeror, Culture Landmark and KH Investment in relation to the closing of the Offers and the public float of KH Investment. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

\* For identification purpose only

## THE PLACING

KH Investment has been informed by the Offeror that an aggregate of 27,000,000 KH Shares, representing approximately 5.34% of the issued share capital of KH Investment, being held by the Offeror have been placed by REORIENT (as the placing agent) to investors who are independent of and not connected persons (as defined under the GEM Listing Rules) of the Offeror, Culture Landmark and KH Investment (the “Placing”). The Placing took place on 8 March 2012. None of the investors is expected to become a substantial shareholder (as defined under the GEM Listing Rules) of KH Investment after the Placing.

## RESTORATION OF PUBLIC FLOAT

Immediately prior to the Placing, 99,643,710 KH Shares were held by public KH Shareholders, representing approximately 19.71% of the issued share capital of KH Investment. KH Investment has applied and the Stock Exchange has granted a waiver from strict compliance with Rule 11.23(7) of the GEM Listing Rules from 2 March 2012 to 30 March 2012. After the Placing, a total of 126,643,710 KH Shares, representing approximately 25.05% of the issued share capital of KH Investment are held by public KH Shareholders.

The table below sets out the shareholding structure of KH Investment immediately prior to and immediately after the Placing:

<b>KH Shareholders</b>	<b>Immediately prior to the Placing</b>		<b>Immediately after the Placing</b>	
	<i>No. of KH Shares</i>	<i>Approximate %</i>	<i>No. of KH Shares</i>	<i>Approximate %</i>
The Offeror, Culture Landmark and parties acting in concert with any of them ( <i>Note</i> )	406,006,016	80.29	379,006,016	74.95
The placees	—	—	27,000,000	5.34
Other public KH shareholders	<u>99,643,710</u>	<u>19.71</u>	<u>99,643,710</u>	<u>19.71</u>
Total	<u>505,649,726</u>	<u>100.00</u>	<u>505,649,726</u>	<u>100.00</u>

*Note:*

The Offeror also holds zero-coupon convertible loan notes due 24 September 2013 in the principal amount of HK\$6,200,000 with the right to convert into a total of 12,731,006 KH Shares at the prevailing conversion price of HK\$0.487 per KH Share (subject to adjustment).

By order of the board of directors of  
**Culture Landmark Investment Limited**  
**Cheng Yang**  
*Chairman*

By order of the board of directors of  
**KH Investment Holdings Limited**  
**Cheng Yang**  
*Chairman*

Hong Kong, 8 March 2012

*As at the date of this joint announcement, the Culture Landmark Board comprises Mr. Cheng Yang (the chairman), Mr. Zheng Yuchun, Mr. Liu Yu Mo and Mr. Li Weipeng as executive Culture Landmark Directors, and Mr. Tong Jingguo, Mr. Yang Rusheng and Mr. So Tat Keung as independent non-executive Culture Landmark Directors.*

*As at the date of this Joint announcement, the executive directors of KH Investment are Mr. Cheng Yang (Chairman and Chief Executive Officer), Mr. Kan Yisong, Ms. Hui Ching and Ms. Jiang Di; and the independent non-executive directors are Mr. Yip Tai Him, Mr. Law Yiu Sang, Jacky and Ms. Chio Chong Meng.*

*This joint announcement, for which the KH Directors collectively and individually accept full responsibility in respect of the information other than that relating to Culture Landmark, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to KH Investment. The KH Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this joint announcement (other than that relating to Culture Landmark) 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 joint announcement misleading.*

*This joint announcement will be published on the GEM website on the “Latest Company Announcement” page for at least 7 days from the date of its publication and on KH Investment’s website at [www.golife.com.hk](http://www.golife.com.hk).*