

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.



POLL RESULT OF THE SPECIAL GENERAL MEETING HELD ON 23 OCTOBER 2013

The Board is pleased to announce that the proposed resolution set out in the Notice was duly passed by the Independent Shareholders by way of poll at the SGM held on 23 October 2013.

References are made to the circular (the “**Circular**”) of China Media and Films Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of the special general meeting dated 2 October 2013 in connection with proposed postponement of the maturity date of Convertible Bonds. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless defined otherwise.

The Board is pleased to announce that the proposed resolution set out in the Notice was duly passed by the Independent Shareholders by way of poll at the SGM held on 23 October 2013.

As at the date of the SGM, the issued share capital of the Company was 505,649,726 Shares. Culture Landmark, New Asia and their respective associates were interested in 232,336,016 Shares, representing approximately 45.95% of the issue share capital of the Company, as at the date of the SGM. Culture Landmark, New Asia and their respective associates were required to abstain from and had abstained from voting on the resolution to approve the Second Deed of Amendments and the transaction(s) contemplated thereunder at the SGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the resolution proposed at the SGM was 273,313,710 Shares, representing approximately 54.05% of the existing issued share capital of the Company. Save for Culture Landmark, New Asia and their respective associates, no Shareholders is required to abstain from voting for the resolution to approve the Second Deed of Amendments and the transaction(s) contemplated thereunder at the SGM.

* *For identification purpose only*

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineers at the SGM for the purpose of vote-taking.

The Board is pleased to announce that the resolution was duly passed by the Independent Shareholders by way of poll at the SGM. The poll result in respect of the resolution was as follows:

Ordinary resolution	Number of Votes (%)	
	For	Against
To approve the Second Deed of Amendments and the transaction(s) contemplated thereunder	146,640,031 (100%)	0 (0%)

By Order of the Board
China Media and Films Holdings Limited
Cheng Yang
Chairman

Hong Kong, 23 October 2013

As at the date of this announcement, the executive Directors are Mr. Cheng Yang (Chairman and Chief Executive Officer), Mr. Leung Wai Man and Ms. Jiang Di; and the independent non-executive Directors are Mr. Yip Tai Him, Mr. Law Yiu Sang, Jacky and Mr. Fung Wai Ching.

This announcement, for which the Directors 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, 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 be published on the GEM website on the "Latest Company Announcements" page for at least seven days from the date of its publication and on the Company's website at www.cmfh.com.