

*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.*



**INSIDE INFORMATION  
IN RELATION TO  
THE ENTERING INTO FRAMEWORK AGREEMENT FOR  
THE POSSIBLE INVESTMENT AND  
FILM DISTRIBUTION ARRANGEMENT**

This announcement is made by China Media and Films Holdings Limited (the “**Company**”) pursuant to Rule 17.10(2)(a) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made the Company’s announcement dated 7 May 2014 in relation to the possible investment and film distribution arrangement (“**Arrangement**”).

The board of the directors of the Company is pleased to announce that on 8 May 2014, a framework agreement (the “**Framework Agreement**”) has been entered into between China Star Movie Limited (“**China Star**”), a wholly-owned subsidiary of the Company, and an independent third party (“**Film Distributor**”). Pursuant to the Framework Agreement, the Film Distributor will be responsible for the investment of a series of three films to be produced by China Star and their film distributions in Mainland China. It is preliminary agreed that the first film of the series will be released and distributed in Mainland China in the Chinese New Year in 2016. Save for the 60-day exclusivity clauses for further negotiations on the details of the Arrangement and confidentiality clauses in respect of the Framework Agreement, other terms of the Framework Agreement are not legally binding.

\* for identification purposes only

Further negotiation will be made by both parties to the Framework Agreement regarding the detailed terms of the Arrangement and the Company will comply with the relevant requirements under the GEM Listing Rules in the event that any agreements or contracts has been entered into in relation to the Arrangement.

By order of the Board  
**China Media and Films Holdings Limited**  
**Heung Wah Keung**  
*Chairman*

Hong Kong, 8 May 2014

*As at the date of this announcement, the executive directors of the Company are Mr. Heung Wah Keung and Mr. Leung Wai Man 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 of The Stock Exchange of Hong Kong Limited 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 Announcement” page for at least 7 days from the date of publication and on the Company’s website at [www.cmfhl.com](http://www.cmfhl.com).*