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SEEC Media Group Limited
(Incorporated in Cayman Islands with limited liability)
(Stock Code: 205)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board wishes to inform the Shareholders and potential investors that it is expected that the Group will record a substantial loss attributable to the Shareholders in the region of approximately HK\$100 million to HK\$150 million in its consolidated financial result for the year ended 31 December 2014 as compared to the profit attributable to the Shareholders for the last year of 2013.

The information contained in this announcement is only based on consolidated management accounts of the Group and a preliminary assessment made by the Board with reference to the figures and information currently available and is not based on any figures or information audited by the auditors of the Company.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by SEEC Media Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that it is expected that the Group will record a substantial loss attributable to the Shareholders in the region of approximately HK\$100 million to HK\$150 million in its consolidated financial result for the year ended 31 December 2014 as compared to the profit attributable to the Shareholders for the last year of 2013.

As compared to the profit attributable to the Shareholders for the last year of 2013, the main reasons for the loss in current year were as follows:

- i. the recognition of share-based payment expenses of approximately HK\$47 million for the preliminarily estimated fair value of unlisted warrants granted by the Company in November 2014;
- ii. the provision of impairment losses in the region of approximately HK\$30 million to HK\$50 million on the Group's certain sole advertising agency rights; and
- iii. the provision of impairment loss of goodwill in the region of approximately HK\$10 million to HK\$30 million.

The information contained in this announcement is only based on consolidated management accounts of the Group and a preliminary assessment made by the Board with reference to the figures and information currently available and is not based on any figures or information audited by the auditors of the Company. The Group's consolidated financial results for the year ended 31 December 2014 have not yet been finalized as at the date of this announcement.

It is expected that the Company will announce its audited consolidated financial results for the year ended 31 December 2014 in late March 2015.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
SEEC Media Group Limited
Zhang Zhifang
Executive Director

Hong Kong, 12 March 2015

As at the date hereof, the Board comprises Mr. Wang Boming, Mr. Zhang Zhifang, Mr. Dai Xiaojing, Mr. Suen Man Simon, Mr. Zhou Hongtao and Mr. Li Leong as executive directors and Mr. Wang Xiangfei, Mr. Zhang Ke and Mr. Ding Yu Cheng as independent non-executive directors.