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SEEC MEDIA GROUP LIMITED

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

(Stock Code: 205)

**CHANGE OF DOMICILE, PRINCIPAL SHARE REGISTRAR
AND REGISTERED OFFICE AND
ADOPTION OF NEW MEMORANDUM OF CONTINUANCE
AND BYE-LAWS BECOMING EFFECTIVE; AND
UPDATE ON CAPITAL REORGANISATION**

Reference is made to (i) the circular (the “**Circular**”) of SEEC Media Group Limited (the “**Company**”) dated 18 September 2015 in respect of, among others, the Change of Domicile, the Amendment to Articles, the Cancellation of Share Premium Account, the Adoption of New Memorandum of Continuance and Bye-laws, the Capital Reorganisation and the Change in Board Lot Size; and (ii) the poll results announcement of the Company dated 12 October 2015. Unless otherwise specified herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**CHANGE OF DOMICILE, PRINCIPAL SHARE REGISTRAR AND
REGISTERED OFFICE AND ADOPTION OF NEW MEMORANDUM OF
CONTINUANCE AND BYE-LAWS**

The Board is pleased to announce that the Company has been deregistered in the Cayman Islands and duly continued in Bermuda as an exempted company under the laws of Bermuda. The Change of Domicile became effective on 26 October 2015 (Bermuda Time).

With effect from the Change of Domicile becoming effective, (i) the registered office of the Company has been changed to Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda; and (ii) Codan Services Limited of Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda has been appointed as the principal share registrar and share transfer agent of the Company in Bermuda. Tricor Secretaries Limited of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, remains as the branch share registrar and transfer office of the Company in Hong Kong.

In connection with the Change of Domicile, the New Memorandum of Continuance and the Bye-laws have been adopted by the Company with effect from 26 October 2015 (Bermuda Time).

UPDATE ON CAPITAL REORGANISATION

As at the date of this announcement, certain conditions of the Capital Reorganisation have been satisfied including the Change of Domicile becoming effective. The Capital Reorganisation remains conditional pending the satisfaction of certain other conditions of the Capital Reorganisation.

The expected timetable for Capital Reorganisation remains unchanged as set out in the Circular. Further announcement(s) relating to the effectiveness of the Capital Reorganisation will be made by the Company, as and when appropriate.

By order of the Board
SEEC Media Group Limited
Li Leong
Executive Director

Hong Kong, 27 October 2015

As at the date of this announcement, the executive Directors are Mr. Wang Boming (Chairman), Mr. Zhang Zhifang, Mr. Dai Xiaojing, Mr. Suen Man Simon, Mr. Zhou Hongtao and Mr. Li Leong; and the independent non-executive Directors are Mr. Ding Yu Cheng, Mr. Law Chi Hung and Ms. Wensy Ip.