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新傳媒集團控股有限公司
NEW MEDIA GROUP HOLDINGS LIMITED

(Incorporated in the Hong Kong with limited liability)

(Stock Code: 708)

**CLARIFICATION ANNOUNCEMENT IN RELATION TO THE
INFORMATION OF NEW MEDIA GROUP HOLDINGS LIMITED**

Reference is made to the composite offer and response document dated 6 March 2015 (the “Composite Document”) jointly issued by Evergrande, the Offeror and New Media Group Holdings Limited (the “Company” or “New Media”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

The Company would like to clarify the information in relation to the Company set out in the Composite Document as follows:

- (1) Under the sub-heading “5. MATERIAL CHANGE” on page II-46 of the Composite Document, the Directors confirmed that saved as the completion of the Disposals and the substantial decrease in the profit attributable to the owners of NMG Group as compared with that for the corresponding period ended 31 December 2013, they were not aware of any material change in the financial or trading position or outlook of NMG Group since 30 June 2014, being the date to which the latest published audited accounts of New Media were made up to. The decrease in the profit for the six-month period ended 31 December 2014 was mainly due to the drop in the advertising income as the demand for print advertising declined during the period. Details of the financial result of NMG Group for the six-month ended 31 December 2014 was set out in the announcement of interim results of New Media dated 16 February 2015;
- (2) Under the first paragraph of sub-heading “7. MATERIAL CONTRACTS” on page III-6 of the Composite Document, it should be read as “As at the Latest Practicable Date, the following contracts (not being contracts entered into in the ordinary course of business) have been entered into by members of the NMG Group within the two years before the commencement of the Offer Period and are or may be material.”; and

- (3) Under the sub-heading “9. DIRECTORS’ SERVICE CONTRACTS” on page III-7 of the Composite Document, the Company confirmed that as at the Latest Practicable Date, there were no service contracts with the Company or any of its subsidiaries or associated companies of it in force for the Directors (i) which (including both continuous and fixed terms contracts) have been entered into or amended within 6 months before the commencement of the Offer Period; (ii) which are continuous contracts with a notice period of 12 months or more; or (iii) which are fixed term contracts with more than 12 months to run irrespective of the notice period.

Save as stated above, all information set out in the Composite Document remains unchanged.

By order of the board
New Media Group Holdings Limited
Percy Hughes, Shirley
Executive Director & Chief Executive Officer

Hong Kong, 12 March 2015

As at the date hereof, the executive Directors are Ms. Percy Hughes, Shirley, Mr. Lee Che Keung, Danny, Mr. Wong Chi Fai and Ms. Fan Man Seung, Vanessa; and the independent non-executive Directors are Ms. Hui Wai Man, Shirley, Ms. Kwan Shin Luen, Susanna and Ms. Chan Sim Ling, Irene.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.