



SEEC MEDIA GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 205)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE OF THE BOARD

The board of directors of SEEC Media Group Limited (the "Company") (the "Board") announces that with effect from 7 February 2007, Mr. Ge Ming resigned as independent non-executive director and member of the audit committee of the Board for personal reasons. Mr. Ge confirmed that there are no disagreements with the Board and that there are no matters which need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company in relation to his resignation.

The Board is pleased to announce that with effect from 7 February 2007, Mr. Zhang Ke has been appointed as an independent non-executive director and a member of the audit committee of the Board.

Mr. Zhang, aged 53, has more than 20 years experience in accounting, supervision of internal control and auditing. Mr. Zhang holds a Bachelor degree in Economics from Renmin University of China. Mr. Zhang is a certified public accountant of the Chinese Institute of Certified Public Accountants and is also a certified accountant with qualification in securities dealing in the People's Republic of China (the "PRC"). Mr. Zhang was the Chairman of the board of directors and the Chief partner of Shinewing Certified Public Accountants (信永中和會計師事務所); Vice President of China Institute of Certified Public Accountants (中國註冊會計師協會); honorary professor in the Accounting department of Renmin University of China (中國人民大學); a member of CPA examination committee of the Ministry of Finance (財政部註冊會計師考試委員會); director of China Mergers and Acquisitions Association (全國工商聯併購公會); the Departmental Manager of China International Economic Consultants Inc. of CITIC Group (中國國際經濟諮詢公司); the Deputy Managing Director of CITIC Certified Public Accountant (中信會計師事務所); Deputy Managing Partner of Coopers & Lybrand CIEC (中信永道會計師事務所); a partner of Coopers & Lybrand International; Managing Partner of Coopers & Lybrand CIEC (中信永道會計師事務所), Vice Executive Director of Coopers & Lybrand, China. And Mr. Zhang was elected one of the Outstanding Accounting Professionals in the nation wide by the PRC Ministry of Finance in 2005. Mr. Zhang is also an independent non-executive director of China Minsheng Bank Ltd, a company listed on the Shanghai Stock Exchange and four other companies whose shares are listed on The Stock Exchange of Hong Kong Limited, namely Air China Limited (also listed on the Shanghai Stock Exchange), HC International Inc., Panva Gas Holdings Limited, and China Coal Energy Company Limited.

Save as disclosed above, Mr. Zhang has not previously held any position with the Company or any of its subsidiaries; and is not connected with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Zhang does not have any interests (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong) in the Company's securities.

There is no service agreement between the Company and Mr. Zhang. The appointment of Mr. Zhang is not for a specified term except that he is subject to retirement by rotation and re-election pursuant to the articles of association of the Company. The emolument of Mr. Zhang is HK\$60,000 per annum which is determined by reference to his duties and responsibilities to the Company. Save as disclosed above, the Board is not aware of any information to be disclosed pursuant to any of the requirements set out in Rule 13.51(2)(h)-(v) of the Listing Rules, nor is there any other matters that need to be brought to the attention of the shareholders of the Company, in respect of Mr. Zhang's appointment.

The Board would like to express its appreciation of Mr. Ge's contribution to the Company and to welcome Mr. Zhang on his appointment.

On behalf of the Board
SEEC Media Group Limited
Wang Boming
Chairman

Hong Kong, 7 February 2007

As at the date of this announcement, Mr. Wang Boming, Mr. Zhang Zhifang, Mr. Dai Xiaojing, Mr. Li Shiji and Mr. Lau See Him Louis are the executive directors of the Company and Mr. Fu Fengxiang, Mr. Wang Xiangfei, Mr. Ding Yu Cheng and Mr. Zhang Ke are the independent non-executive directors of the Company.