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SEEC MEDIA GROUP LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 205)

**DISCLOSEABLE AND CONNECTED TRANSACTIONS AND
APPLICATION FOR THE WHITEWASH WAIVER**

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The Directors are pleased to announce that the Resolutions proposed in the notice of the EGM were duly passed by the Independent Shareholders at the EGM held on 30 July 2007.

Reference is made to the circular of the Company dated 13 July 2007 (the “Circular”) in relation to, amongst others, the Proposed Acquisition, the Proposed Debt Assignment and the Whitewash Waiver. Terms used in this announcement shall have the same meanings as defined in the Circular unless defined otherwise herein.

The Directors are pleased to announce that the ordinary resolutions (the “Resolutions”) proposed at the EGM held on 30 July 2007 in relation to the Proposed Acquisition, the Proposed Debt Assignment and the Whitewash Waiver were duly passed by the Independent Shareholders.

At the EGM, voting in respect of the Resolutions were conducted by way of poll. United Home (including shareholders of United Home and the Directors), Carlet Investments Ltd., their respective Associates and the parties acting in concert with any of them were required to abstain from voting on the Proposed Acquisition, the Proposed Debt Assignment and the Whitewash Waiver at the EGM.

As at the date of the EGM, there were a total of 1,554,824,614 Shares in issue. There were holders holding a total of 876,980,790 Shares entitled to attend and vote for or against the Resolutions. There was no Share entitling Shareholders to attend and vote only against the Resolutions at the EGM.

Secretaries Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as scrutineer for the vote-taking at the EGM.

Details of the results of the voting on the Resolutions conducted by way of poll are as follows:

ORDINARY RESOLUTIONS		FOR	AGAINST
		Votes (%)	Votes (%)
1.	To consider and approve, ratify and confirm the Supplemental Transfer Agreement and the transactions contemplated thereunder; and to authorise the Directors to take such action and execute such documentation to give effect to or in connection with the Supplemental Transfer Agreement and the transactions contemplated thereunder.	200,357,700 (100%)	NIL
2.	To consider and approve, ratify and confirm the Deed of Debt Assignment and the transactions contemplated thereunder; and to authorise the Directors to take such action and execute such documentation to give effect to or in connection with the Deed of Debt Assignment and the transactions contemplated thereunder including, but not limited to, the allotment and issue of the Consideration Shares.	200,357,700 (100%)	NIL
3.	To consider and approve the Whitewash Waiver; and to authorise the Directors to take such action and execute such documentation to give effect to any matters relating to or in connection with the Whitewash Waiver.	200,357,700 (100%)	NIL

Upon Completion (assuming that no further Shares, other than the Consideration Shares, are issued by the Company between the date of this announcement and Completion), the beneficial shareholding interest of United Home and parties acting in concert with it in the Company will increase from approximately 43.6% to 49.1%.

By order of the Board
SEEC Media Group Limited
Wang Boming
Chairman

Hong Kong, 30 July 2007

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

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.