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SEEC MEDIA GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 205)

**REDEMPTION OF THE US\$12,000,000 3% CONVERTIBLE BOND DUE 2011
ISSUED ON 31 MARCH 2009
AND
CANCELLATION OF THE NIL-PAID WARRANT ISSUED ON 19 MAY 2006**

Reference is made to the announcement of the Company dated 25 April 2006 in respect of the 2006 Warrant and the announcement of the Company dated 4 March 2009 in respect of the 2008 Bond.

The Directors are pleased to announce that on 18 November 2010, the Company entered into the Deed with Templeton pursuant to which the Company has agreed with Templeton to early redeem the 2008 Bond within 14 Business Days of the date of the Deed; and against payment by the Company, Templeton has agreed to relinquish all its rights under the 2006 Warrant and the 2008 Bond and to cancel the 2006 Warrant and the 2008 Bond within 3 Business Days of such payment.

Reference is made to the announcement of the Company dated 25 April 2006 in respect of the 2006 Warrant and the announcement of the Company dated 4 March 2009 in respect of the 2008 Bond.

DEED DATED 18 NOVEMBER 2010

Parties

The Company; and

Templeton

Early Redemption of the 2008 Bond

The Company shall effect payment to Templeton in the sum of US\$12,044,140 (approximately HK\$93,944,000 in equivalent) which represents full payment in early redemption of the 2008 Bond.

Surrender and cancellation of the 2006 Warrant and 2008 Bond

Against payment by the Company of the sum of US\$12,044,140 (approximately HK\$93,944,000 in equivalent) to Templeton, Templeton shall (a) within 3 Business Days of such payment surrender the original certificates in relation to the 2006 Warrant and the 2008 Bond to the Company; (b) forthwith relinquish all its rights under the 2006 Warrant and the 2008 Bond and all such rights of Templeton shall be deemed to cease and be cancelled and extinguished forthwith; and (c) the 2006 Warrant and the 2008 Bond shall be deemed to be fully redeemed and/or cancelled and extinguished, as the case may be.

REASONS FOR THE EARLY REDEMPTION OF THE 2008 BOND AND CANCELLATION OF THE 2006 WARRANT

In order to save interest cost and strengthen the financial position of the Company, the Directors consider that it is advantageous for the Company to early redeem and/or cancel the 2008 Bond and 2006 Warrant.

INFORMATION ON TEMPLETON

Templeton is incorporated in the Cayman Islands with limited liability and is principally engaged in the business of investment funds. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Templeton and its ultimate beneficial owners are third parties independent of and not connected with the Company and Connected Persons of the Company.

GENERAL INFORMATION

The principal activity of the Company is investment holding while its subsidiaries are mainly engaged in the provision of advertising agency services in the PRC.

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

DEFINITIONS

In this announcement unless the context otherwise requires, the following terms have the following meanings:

“Board”	the board of Directors
“Bond Instrument”	the Bond Instrument dated 18 May 2006 executed by the Company by way of deed as amended by the setting out the terms and conditions of the 2006 Bond, or the 2008 Bond as amended and supplemented by the Supplemental Deed, as the case may be

“Business Day”	a day (other than a Saturday or Sunday) on which banks are open for business in Hong Kong
“Company”	SEEC Media Group Limited, a company incorporated under the laws of the Cayman Islands with limited liability
“Connected Person(s)”	has the meaning given to it under the Listing Rules
“Deed”	a deed dated 18 November 2010 between the Company and Templeton in respect of the 2008 Bond and 2006 Warrant
“Director(s)”	the director(s) of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China which excludes Hong Kong for the purpose of this announcement
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supplemental Deed”	the supplemental deed dated 4 March 2009 entered into between the Company and Templeton in respect of the cancellation of the 2006 Deed and the issue of the 2008 Bond
“Templeton”	Templeton Strategic Emerging Markets Fund II, LDC, represented by its investment manager, Templeton Asset Management Ltd
“US\$”	United States dollars, the lawful currency of the United States of America
“2006 Bond”	a redeemable convertible bond in the aggregate principal sum of US\$10,000,000 issued by the Company to Templeton on 18 May 2006 pursuant to the Bond Instrument, details of which were set out in the announcement of the Company dated 25 April 2006
“2006 Warrant”	a nil-paid warrant issued by the Company to Templeton on 19 May 2006, details of which were set out in the announcement of the Company dated 25 April 2006

“2008 Bond” the redeemable convertible bond in the aggregate principal sum of US\$12,000,000 issued by the Company to Templeton on 31 March 2009 pursuant to the Bond Instrument, details of which were set out in the announcement of the Company dated 4 March 2009

“%” per cent

For the purposes of this announcement, unless otherwise indicated, the exchange rate at HK\$7.80 = US\$1.00 has been used, where applicable, for purpose of illustration only and do not constitute a representation that any amount have been, could have been or may be exchanged.

By Order of the Board
Wang Boming
Chairman

Hong Kong, 18 November 2010